

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF SERVICE

I, Kevin J. Doherty, being duly sworn according to law, depose and say that I am employed by Landmark Document Services LLC.

On July 31, 2006, I caused to be served the document listed below (i) upon the parties listed on Exhibit A hereto via overnight delivery:

- 1) Second Interim Application Of Skadden, Arps, Slate, Meagher & Flom LLP, Counsel To The Debtors-In-Possession, Seeking Allowance And Payment Of Interim Compensation And Reimbursement Of Expenses Under 11 U.S.C. §§ 330 And 331 and related filings (Docket Nos. 4796, 4797, 4798, & 4818) [a copy of which is attached hereto as Exhibit B]

Dated: August 3, 2006

/s/ Kevin J. Doherty

Kevin J. Doherty

Subscribed and sworn to (or affirmed) before
me on this 3rd day of August, 2006.

Signature : /s/ Mirjana Mirkovic

Commission Expires: 07/02/07

EXHIBIT A

Delphi Corporation
Skadden Second Interim Fee Application
Special Parties Service List
Exhibit A

NAME	COMPANY	ADDRESS1	ADDRESS2	CITY	STATE	ZIPCODE	PARTY/FUNCTION
David Sherbin	Delphi Corporation	5725 Delphi Drive		Troy	MI	48098	Debtors
John D. Sheehan	Delphi Corporation	5725 Delphi Drive		Troy	MI	48098	Debtors
Alicia M. Leonhard	Office of the United States Trustee Southern District of New York	33 Whitehall Street	Suite 2100	New York	NY	10004-2112	United States Trustee
Robert J. Rosenberg	Latham & Watkins LLP	885 Third Avenue		New York	NY	10022-4802	Counsel to the Official Committee of Unsecured Creditors
Kenneth S. Ziman and Robert H. Trust	Simpson Thacher & Bartlett LLP	425 Lexington Avenue		New York	NY	10017	Counsel to Debtors' Prepetition Administrative Agent
Donald Bernstein and Brian Resnick	Davis Polk & Wardwell	450 Lexington Avenue		New York	NY	10017	Counsel to Debtors' Postpetition Administrative Agent
Bonnie Steingart	Fried, Frank, Harris, Shriver & Jacobson LLP	One New York Plaza		New York	NY	10004	Counsel to Equity Security Holders Committee
Valerie Venable Credit Manager	GE Plastics America	9930 Kincey Avenue		Huntersville	NC	28078	Member of the Official Committee of Unsecured Creditors and Fee Committee
John J. Marquess	Legal Cost Control, Inc.	255 Kings Highway East		Haddonfield	NJ	08033	Proposed Fee and Expense Analyst to Fee Committee

EXHIBIT B

Hearing Date: October 19, 2006

Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

333 West Wacker Drive, Suite 2100

Chicago, Illinois 60606

(312) 407-0700

John Wm. Butler, Jr. (JB 4711)

John K. Lyons (JL 4951)

Ron E. Meisler (RM 3026)

- and -

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Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,

Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

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International: (248) 813-2698

Delphi Legal Information Website:

<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

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In re

DELPHI CORPORATION, et al.,

Debtors.

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Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

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SECOND INTERIM APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM
LLP, COUNSEL TO THE DEBTORS-IN-POSSESSION, SEEKING ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. §§ 330 AND 331

("SECOND SKADDEN INTERIM FEE APPLICATION")

Name of Applicant:	Skadden, Arps, Slate, Meagher & Flom LLP
Authorized to Provide Professional Services to:	Delphi Corporation and the Affiliate Debtors
Date of Retention Order:	November 4, 2005
Period for Which Compensation and Reimbursement are Sought:	February 1, 2006 through May 31, 2006
Amount of Compensation Sought as Actual, Reasonable, and Necessary:	\$11,310,231
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary:	\$825,854
Voluntary Reductions:	
Monthly Fee Statements:	\$941,043
Second Fee Application:	\$179,049
Total Voluntary Reductions:	\$1,120,092
Additional Fee Correction	\$18,524
Total Voluntary Reductions and Fee Correction	\$1,138,616

This is an/(a): X Interim Final Application.

Aggregate Amounts Paid to Date: **\$20,121,687**

PRIOR FEE APPLICATIONS

Prior Fee Application	Date Filed	Period Covered	Interim Fees Requested (Awarded)	Interim Expense Reimbursement Requested (Awarded)
First	05/31/06	10/08/05 – 01/31/06	\$9,200,920 (Pending)	\$622,420 (Pending)

TIME SUMMARY TO SECOND INTERIM FEE APPLICATION OF
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
FEBRUARY 1, 2006 – MAY 31, 2006

Name	Year Of Admission	Rate ¹	Hours	Amount
PARTNERS				
Butler, Jr., John Wm.	1980	\$756	1,147.8	\$867,582
Marafioti, Kayalyn A	1980	\$795	738.1	\$586,804
Lyons, John K.	1989	\$633	729.9	\$461,764
Springer, David E.	1977	\$723	546.7	\$395,021
Furfaro, John P.	1981	\$757	416.1	\$315,085
Cochran, Eric L.	1987	\$759	294.5	\$223,597
Panagakos, George N.	1990	\$706	235.5	\$166,290
Berke, Jay S.	1972	\$755	189.7	\$143,224
Wexler, Marian P.	1977	\$752	167.5	\$125,934
Hogan, III, Albert L.	1997	\$620	144.3	\$89,466
Hiestand, N. Lynn	1981	\$835	101.9	\$85,088
Berlin, Kenneth	1974	\$746	94.5	\$70,494
Frishman, Lawrence D.	1989	\$755	26.2	\$19,783
Atkins, Peter A.	1969	\$696	16.2	\$11,273
Leff, Neil M.	1981	\$785	14.1	\$11,069
Gross, Cliff	1989	\$770	13.4	\$10,318
Gibson, Marie L.*	1997	\$585	14.8	\$8,658
Partner Total			4,891.2	\$3,591,450
COUNSEL				
Matz, Thomas J.	1976	\$560	932.8	\$522,368
Shivakumar, Dhananjai	1998	\$538	884.7	\$475,664
Amodeo, John A.	1977	\$580	55.2	\$32,016
Jackson, Jerry L.	1977	\$580	28.8	\$16,704
Sensenbrenner, Eric B.	1996	\$560	21.1	\$11,816
Counsel Total			1,922.6	\$1,058,568
ASSOCIATES				
Meisler, Ron E.	1999	\$508	1,116.2	\$566,784
Ziegler, Venera E.	2003	\$510	980.2	\$499,902
Stuart, Nathan L.	2002	\$433	1,124.5	\$487,366
Fern, Brian M.	1996	\$471	1,001.1	\$471,355
MacDonald, F. Neil	1997	\$527	884.6	\$466,155
Toussi, Sina	1995	\$540	852.8	\$460,512
Reese, Randall G.	2001	\$434	991.2	\$429,736
Wilson, Louis D.	2000	\$510	607.8	\$309,978
Guzzardo, John	2004	\$365	811.2	\$296,478
Herriott, Allison Verderber	2004	\$357	815.2	\$290,937
Micheli, Matthew J.	2002	\$409	563.5	\$230,384
Zaltzman, Haim	2006	\$331	604.3	\$200,307

¹ The blended rates set forth for certain professionals reflect the average billing rate for the entire Application Period and incorporate a reduced billing rate for nonworking travel time.

Name	Year Of Admission	Rate ¹	Hours	Amount
De Elizalde, Dolores	2003	\$440	432.2	\$190,168
Campanario, Nick D.	2002	\$446	402.0	\$179,223
Wharton, Joseph N.	1998	\$460	354.8	\$163,109
Diaz, Lisa B.**		\$295	505.6	\$149,153
VanLonkhuyzen, Courtney E.	2004	\$371	388.0	\$144,076
Danz, Catherine E.	2001	\$465	180.6	\$83,982
Pilkington, Christian	Foreign (1999)	\$540	112.6	\$60,804
Jjingo, M. Janine	2006	\$295	199.6	\$58,885
Phillips, Daniel P.	1998	\$540	90.3	\$48,762
Kahn, Melissa T.	2003	\$395	89.2	\$35,240
Tsiros, Dionysios V. **		\$295	73.8	\$21,773
Kohut, Ronald D.	2004	\$410	51.8	\$21,238
Gibson, Marie L.*	1997	\$540	27.1	\$14,634
Ogunsanya, Gregory O.	2004	\$440	30.1	\$13,244
Olasky, Peter	2005	\$375	33.0	\$12,375
Perl, Michael W.	2004	\$375	28.9	\$10,838
Silverberg, Bennett S.	2001	\$485	21.5	\$10,428
Associate Total			13,373.7	\$5,927,826
PARAPROFESSIONALS				
Demma, Jeffrey	N/A	\$230	552.8	\$127,144
Salazar, Adriana	N/A	\$175	633.1	\$110,797
Zsoldos, Andrew F.	N/A	\$145	716.3	\$103,869
Rosen, Ruth	N/A	\$220	250.5	\$55,166
Klimek, Marsha V.	N/A	\$230	223.3	\$51,359
Yoeli, Matthew E.	N/A	\$145	303.1	\$43,950
Chow, Pauline	N/A	\$230	174.5	\$40,135
Donnelly, Neal P.	N/A	\$175	227.1	\$39,743
Nowicki, John A.	N/A	\$230	127.3	\$29,279
Buckman, Katherine	N/A	\$162	129.4	\$20,948
Jacobson, Susan J.	N/A	\$230	84.9	\$19,527
Gilchrist, Julie M.	N/A	\$230	78.8	\$18,124
Jin, David	N/A	\$161	103.5	\$16,678
Hendrick, Daniel	N/A	\$145	110.5	\$16,023
Rosi, Domino A.	N/A	\$145	97.9	\$14,196
DiBella, Joseph B.	N/A	\$210	65.6	\$13,776
Scher, Shimrit	N/A	\$145	80.5	\$11,673
Paraprofessional Total			3,959.1	\$732,387
TOTAL ALL PROFESSIONALS			24,146.6	\$11,310,213
This summary excludes voluntary fee reductions of \$1,014,966, of which \$862,928 was reduced on the monthly statements and \$179,038 is an additional accommodation on this interim application.				

* On April 1, 2006, Marie L. Gibson became a partner of Skadden. Because Ms. Gibson became a partner during the Application Period, for statistical purposes, her time billed as a partner is included in the partner category, while her time billed as an associate is included in the associate category.

** These timekeepers are "Law Clerks." Law Clerks are law school graduates who have not yet been admitted to practice. For purposes of billing statistics, law clerks are included with associates.

SUMMARY OF SERVICES RENDERED BY
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
FEBRUARY 1, 2006 – MAY 31, 2006

Activities	Hours	Fees
Employee Matters (Labor Unions)	4,993.7	\$2,590,790 (22.9%)
Customer Matters (GM)	4,178.2	\$1,789,803 (15.8%)
Creditor Meetings / Statutory Committees	3,068.6	\$1,527,032 (13.5%)
Case Administration	1,828.3	\$603,278 (5.3%)
Supplier Matters	1,014.1	\$539,862 (4.8%)
Retention / Fee Matters / Objections (Others)	1,119.5	\$431,545 (3.8%)
Nonworking Travel Time	1,312.3	\$376,303 (3.3%)
Asset Dispositions (General)	701.7	\$375,042 (3.3%)
Employee Matters (General)	679.4	\$359,097 (3.2%)
Leases (Real Property)	565.4	\$290,834 (2.6%)
Secured Claims	567.6	\$266,437 (2.4%)
General Corporate Advice	373.9	\$249,312 (2.2%)
Global Subsidiaries (Non-U.S.)	337.4	\$205,234 (1.8%)
Business Operations / Strategic Planning	264.7	\$192,132 (1.7%)
Utilities	379.3	\$192,060 (1.7%)
Retention / Fee Matters (SASM&F)	465.2	\$191,088 (1.7%)
Claims Administration (General)	338.3	\$151,245 (1.3%)
Claims Administration (Reclamation/Trust Funds)	351.6	\$142,265 (1.3%)
Automatic Stay (Relief Actions)	304.0	\$140,233 (1.2%)
Environmental Matters	201.2	\$140,142 (1.2%)
Litigation (Insurance Recovery)	208.1	\$105,009 (0.9%)
Tax Matters	145.7	\$82,775 (0.7%)
Intellectual Property	126.6	\$65,656 (0.6%)
Employee Matters (Pension)	98.7	\$58,190 (0.5%)
Real Estate (Owned)	73.7	\$44,502 (0.4%)

Activities	Hours	Fees
Executory Contracts (Personalty)	84.4	\$38,078 (0.3%)
Litigation (General)	80.6	\$33,598 (0.3%)
Employee Matters (Retirees/OPEB)	83.0	\$32,138 (0.3%)
Reports and Schedules	54.5	\$22,844 (0.2%)
Financing (DIP and Emergence)	28.7	\$20,973 (0.2%)
Reorganization Plan / Plan Sponsors	65.8	\$20,728 (0.2%)
Asset Dispositions (Real Property)	24.1	\$14,196 (0.1%)
Customer Matters (General)	17.8	\$9,186 (0.1%)
Regulatory and SEC Matters	10.5	\$8,624 (0.1%)
Total	24,146.6	\$11,310,231

Hearing Date: October 19, 2006

Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

333 West Wacker Drive, Suite 2100

Chicago, Illinois 60606

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- and -

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Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,

Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT

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Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

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SECOND INTERIM APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM
LLP, COUNSEL TO THE DEBTORS-IN-POSSESSION, SEEKING ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. §§ 330 AND 331

("SECOND SKADDEN INTERIM FEE APPLICATION")

Skadden, Arps, Slate, Meagher & Flom LLP ("Skadden"), counsel for Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession in the above-captioned cases (the "Reorganization Cases"), submit this second interim application (the "Interim Application") seeking interim allowance and payment of compensation and reimbursement of expenses under 11 U.S.C. §§ 330 and 331 for the period from February 1, 2006 through May 31, 2006 (the "Application Period"). Skadden submits this Interim Application for (a) allowance of compensation for professional services rendered by Skadden to the Debtors, and (b) reimbursement of actual and necessary charges and disbursements incurred by Skadden in the rendition of required professional services on behalf of the Debtors. In support of this Interim Application, Skadden represents as follows:

Background

A. The Chapter 11 Filings

1. On October 8 and 14, 2005, Delphi and certain of its U.S. subsidiaries and affiliates filed voluntary petitions in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. This Court entered orders directing the joint administration of the Debtors' chapter 11 cases.

2. On October 17, 2005, the Office of the United States Trustee (the "U.S. Trustee") appointed an official committee of unsecured creditors. On April 28, 2006, the U.S. Trustee appointed an official committee of equity holders (the "Equity Committee"). No trustee or examiner has been appointed in the Debtors' cases.

3. On May 5, 2006, this Court authorized the establishment of a joint fee review committee ("Fee Review Committee") and approved a protocol regarding the committee,

its composition, mandate, and procedures (Docket No. 3630). The Fee Review Committee is comprised of a representative of: (a) the Office of the United States Trustee for this District; (b) the Debtors; and (c) the Official Committee of Unsecured Creditors.

4. This Court has jurisdiction over this motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2).

5. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and Local Rule 2016-1. This Interim Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, adopted by the Court on April 19, 1995 (the "Local Guidelines"), and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (Appendix A to 28 C.F.R. § 58), dated May 17, 1996 (the "UST Guidelines" and, together with the Local Guidelines, the "Guidelines"). Pursuant to the Local Guidelines, a certification regarding compliance with the Guidelines is attached hereto as Exhibit A.

Retention Of Skadden

6. Upon the commencement of the Reorganization Cases, the Debtors applied to this Court for an order approving the retention of Skadden as their principal restructuring and bankruptcy counsel (the "Retention Application") to perform legal services under a general retainer that was necessary to enable the Debtors to faithfully execute their duties as

debtors-in-possession. On November 4, 2005, this Court entered an order (the "Retention Order")² authorizing the Debtors to employ Skadden as their counsel under the terms set forth in the Retention Application.³

7. In the Retention Application, the Debtors disclosed that Skadden's fees for professional services are based on its guideline hourly rates, which are periodically adjusted. The Debtors also disclosed in the Retention Application that Skadden's charges and disbursements are invoiced pursuant to Skadden's Policy Statement Concerning Charges and Disbursements, a copy of which is attached to the Engagement Agreement. Certain charges and disbursements are not charged separately under the bundled rate structure as described in the Retention Application. Other than an arrangement between Skadden and its members, there is no agreement or understanding between Skadden and any person for the sharing of compensation to be received for services rendered in this case.

Fee Procedures And Monthly Fee Statements

8. On November 4, 2005, this Court entered the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (Docket No. 869) (the "Initial Interim Compensation Order"). This order was subsequently amended on March 8, 2006 (Docket No. 2747), March 28, 2006 (Docket No. 2986) and May 5, 2006 (Docket No. 3630). The latest amendment, dated July 13, 2006, was the Fourth Supplemental Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (Docket No. 4545) (the "Fourth Supplemental

² A copy of the Retention Application, the supporting declaration, and the Retention Order are attached hereto as Exhibit B. These materials include factual information regarding the experience and standing at the bar of certain of Skadden's senior attorneys.

³ The Retention Order incorporates the terms of an engagement agreement dated as of July 12, 2005 (the "Engagement Agreement"), between Skadden and the Debtors, a copy of which is attached as Exhibit A to the declaration supporting the Retention Application.

Interim Compensation Order," together with the Initial Interim Compensation Order, and previous amendments, collectively, the "Interim Compensation Order"), whereby the Court adjourned the hearing date for professionals' first interim fee applications from July 19, 2006 to October 19, 2006, established October 12, 2006 as the objection deadline for the first and second interim fee applications (in accordance with the supplemental case management order), and authorized and directed the Debtors to release one-half of each retained professional's 20% holdback for all billing periods through May 31, 2006.

9. To monitor costs to the Debtors' estates and avoid duplicative efforts in the review of fee applications filed in these Reorganization Cases, the Debtors, the Creditors' Committee, and the U.S. Trustee negotiated the formation of the Fee Review Committee to review, comment on, and, if necessary, object to the various fee applications filed in these Reorganization Cases. On May 5, 2006, this Court authorized the establishment of the Fee Review Committee and approved a protocol regarding the Fee Review Committee, its composition, mandate, and procedures (the "Fee Review Protocol") (Docket No. 3630). The Fee Review Committee has retained Legal Cost Control, Inc. as fee analyst, subject to court approval, to assist the Fee Review Committee.

10. Pursuant to paragraph 2(a) and 2(j) of the Interim Compensation Order, as supplemented, as well as the Fee Review Protocol (defined below), Skadden is submitting this Interim Application to the Debtors, the U.S. Trustee, counsel to the Creditors' Committee, counsel for the agent under the Debtors' prepetition credit facility, counsel for the agent under the Debtors' postpetition credit facility, and the members of the Fee Review Committee and its advisors.

Overview Of Delphi Corporation

11. Delphi and its subsidiaries and affiliates (collectively, the "Company"), as of December 31, 2005 had global 2005 net sales of \$26.947 billion, and global assets as of December 31, 2005 of approximately \$17.023 billion.⁴ At the time of its chapter 11 filing, Delphi ranked as the fifth largest public company business reorganization in terms of revenues, and the thirteenth largest public company business reorganization in terms of assets. Delphi's non-U.S. subsidiaries are not chapter 11 debtors and continue their business operations without supervision from the Bankruptcy Court.

12. The Company is a leading global technology innovator with significant engineering resources and technical competencies in a variety of disciplines, and is one of the largest global suppliers of vehicle electronics, transportation components, integrated systems and modules, and other electronic technology. The Company supplies products to nearly every major global automotive original equipment manufacturer.

13. Delphi was incorporated in Delaware in 1998 as a wholly-owned subsidiary of GM. Prior to January 1, 1999, GM conducted the Company's business through various divisions and subsidiaries. Effective January 1, 1999, the assets and liabilities of these divisions and subsidiaries were transferred to the Company in accordance with the terms of a Master Separation Agreement between Delphi and GM. In connection with these transactions, Delphi accelerated its evolution from a North American-based, captive automotive supplier to a global supplier of components, integrated systems, and modules for a wide range of customers and applications. Although GM is still the Company's single largest customer, today more than half of Delphi's revenue is generated from non-GM sources.

⁴ The aggregated financial data used in this Interim Application generally consists of consolidated information from Delphi and its worldwide subsidiaries and affiliates.

Events Leading To Chapter 11 Filing

14. In the first two years following Delphi's separation from GM, the Company generated approximately \$2 billion in net income. Every year thereafter, however, with the exception of 2002, the Company has suffered losses. In calendar year 2004, the Company reported a net loss of \$4.753 billion on \$28.622 billion in net sales.⁵ Reflective of a continued downturn in the marketplace, in 2005 Delphi incurred net losses of \$2.357 billion on net sales of \$26.947 billion.

15. The Debtors believe that the Company's financial performance has deteriorated because of (a) increasingly unsustainable U.S. legacy liabilities and operational restrictions driven by collectively bargained agreements, including restrictions preventing the Debtors from exiting non-profitable, non-core operations, all of which have the effect of creating largely fixed labor costs, (b) a competitive U.S. vehicle production environment for domestic OEMs resulting in the reduced number of motor vehicles that GM produces annually in the United States and related pricing pressures, and (c) increasing commodity prices.

16. In light of these factors, the Company determined that it would be imprudent and irresponsible to defer addressing and resolving its U.S. legacy liabilities, product portfolio, operational issues, and forward-looking revenue requirements. Because discussions with its major unions and GM had not progressed sufficiently by the end of the third quarter of 2005, the Company commenced these chapter 11 cases for its U.S. businesses to complete the Debtors' transformation plan and preserve value for its stakeholders.

⁵ Reported net losses in calendar year 2004 reflect a \$4.1 billion tax charge, primarily related to the recording of a valuation allowance on the U.S. deferred tax assets as of December 31, 2004. The Company's net operating loss in calendar year 2004 was \$482 million.

The Debtors' Transformation Plan

17. On March 31, 2006, the Company outlined the key tenets of its transformation plan. The Company believes that this plan will enable it to return to stable, profitable business operations and allow the Debtors to emerge from these chapter 11 cases in the first half of 2007. To complete their restructuring process, the Debtors must focus on five key areas. First, Delphi must modify its labor agreements to create a competitive arena in which to conduct business. Second, the Debtors must conclude their negotiations with GM to finalize GM's financial support for the Debtors' legacy and labor costs and to ascertain GM's business commitment to the Company. Third, the Debtors must streamline their product portfolio to capitalize on their world-class technology and market strengths and make the necessary manufacturing alignment with their new focus. Fourth, the Debtors must transform their salaried workforce to ensure that the Company's organizational and cost structure is competitive and aligned with its product portfolio and manufacturing footprint. Finally, the Debtors must devise a workable solution to their current pension situation.

18. In connection with the first two elements of the Company's transformation plan, Delphi continues to participate in discussions with its unions and GM. However, because Delphi was not able to achieve comprehensive agreements with its unions and GM during the first nine months of these chapter 11 cases, on March 31, 2006, Delphi moved under sections 1113 and 1114 of the Bankruptcy Code for authority to reject its U.S. labor agreements and to modify retiree benefits.⁶ On May 9, 2006, the hearing under sections 1113 and 1114 of the Bankruptcy Code commenced. Contemporaneously with the filing of the 1113/1114 Motion, the Debtors also

⁶ Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification of Retiree Welfare Benefits (Docket No. 3035) (the "1113/1114 Motion").

moved to reject unprofitable supply contracts with GM.⁷ Among the reasons for the GM Contract Rejection Motion was the Debtors' belief that GM must cover a greater portion of the costs of manufacturing products for GM at plants that bear the burden of the Debtors' legacy costs. This initial motion covers approximately half of the Debtors' North American annual purchase volume revenue from GM but only 10% of the Debtors' total contracts with GM. Although the filing of these motions was a necessary procedural step, the Debtors continue to pursue a consensual resolution with all of Delphi's unions and GM before the merits of the motion are determined by the Bankruptcy Court.

19. Throughout these cases and notwithstanding the 1113/1114 Motion and the GM Contract Rejection Motion, Delphi has consistently communicated a clear message to both its hourly workforce and GM: Delphi is committed to finding a consensual resolution to its issues and intends to continue to discuss with its unions and GM ways to become competitive in the Debtors' U.S. operations. To that end, during the Application Period, Delphi, GM, and the United Automobile, Aerospace and Agricultural Implement Workers of America (the "UAW") received this Court's approval of a tripartite agreement providing for a special hourly attrition program for Delphi's UAW-represented employees.⁸ In addition, after the Application Period, on July 7, 2006, this Court entered an order⁹ approving a similar special attrition program with the

⁷ Motion For Order Under 11 U.S.C. § 365 And Fed. R. Bankr. P. 6006 Authorizing Rejection Of Certain Executory Contracts With General Motors Corporation (Docket No. 3033) (the "GM Contract Rejection Motion").

⁸ On May 8, 2006, the Court entered an order approving the agreement relating to the UAW's special hourly attrition program (Docket No. 3648), and such order was amended by this Court on May 12, 2006 (Docket No. 3754). On May 18, 2006, Wilmington Trust Company, as indenture trustee, filed a notice of appeal related to both the May 8, 2006 order and the May 12, 2006 amended order approving the agreement related to the UAW's special hourly attrition program (Docket No. 3813).

⁹ On July 17, 2006, Wilmington Trust Company, as indenture trustee, filed a notice of appeal related to the July 7, 2006 order approving a special attrition program with the IUE-CWA and a Supplement to the UAW special attrition program (Docket No. 4572).

International Union of Electronic, Electrical, Salaried, Machine and Furniture

Workers-Communications Workers of America, (the "IUE-CWA") and a Supplement to the UAW special attrition program (Docket No. 4461).¹⁰ While these special hourly attrition programs could provide more than 18,000 of Delphi's 29,000 existing UAW and IUE-CWA-represented long-term hourly employees with "soft landings" through retirement, attrition programs, and GM flowbacks, the attrition programs do not resolve the issues related to Delphi's uncompetitive labor agreements.

20. To implement the third element of the Debtors' transformation plan, the Company announced plans to focus its product portfolio on those core technologies for which the Company has significant competitive and technological advantages and expects the greatest opportunities for increased growth. To that end, the Company will focus the organization around the following core strategic product lines: (a) Controls & Security (Body Security, Mechatronics, Power Products, and Displays), (b) Electrical/Electronic Architecture (Electrical/Electronic Distribution Systems, Connection Systems, and Electrical Centers), (c) Entertainment & Communications (Audio, Navigation, and Telematics), (d) Powertrain (Diesel and Gas Engine Management Systems), (e) Safety (Occupant Protection and Safety Electronics), and (f) Thermal (Climate Control & Powertrain Cooling).¹¹

21. In contrast, the Company similarly identified certain non-core product lines that do not fit into its future strategic framework, including Brake & Chassis Systems, Catalysts, Cockpits and Instrument Panels, Door Modules and Latches, Ride Dynamics, Steering, and Wheel Bearings. The Company will sell or wind down these non-core product lines (which will include

¹⁰ Furthermore, Delphi is currently negotiating the terms of similar programs with the United Steelworkers of America and Delphi's other unions, which, if agreed upon, would provide those hourly employees with comparable retirement programs and incentives.

¹¹ The Company does not expect the portfolio changes to have a significant impact on its independent aftermarket or consumer electronics businesses. Similarly, the Company does not expect an impact on medical, commercial vehicles, or other adjacent-market businesses and product lines.

approximately one-third of its global manufacturing sites) and will consult with its customers, unions, and other stakeholders to carefully manage the transition of such affected product lines. The Company intends to sell or wind down the non-core product lines and manufacturing sites by January 1, 2008.

22. As part of its organizational restructuring, the fourth element of the Debtors' transformation plan, the Company expects to reduce its global salaried workforce by as many as 8,500 employees as a result of portfolio and product rationalizations and initiatives adopted following an analysis of the Company's selling, general, and administration ("SG&A") cost saving opportunities. The Company believes that once its SG&A plan is fully implemented, the Company should realize savings of approximately \$450 million per year in addition to savings realized from competitive measures planned for its core businesses and the disposition of non-core assets.

23. As noted above, the final element of the transformation plan is to devise a workable solution to the Debtors' current pension situation. The Debtors' goal is to retain the benefits accrued under the existing defined benefit U.S. pension plans for both the Debtors' hourly and salaried workforce. To do so, however, it will be necessary to freeze the current hourly U.S. pension plan as of October 1, 2006 and to freeze the current salaried U.S. pension plan as of January 1, 2007. Despite the freeze, because of the size of the funding deficit, it will also be necessary for the Debtors to obtain relief from the Pension Benefit Guaranty Corporation (the "PBGC"), the Internal Revenue Service, the Department of Labor, and potentially Congress, to amortize funding contributions over a long-term period. The Company intends to replace the hourly plan (for certain employees) and the salaried plan with defined contribution plans.

24. Upon the conclusion of the reorganization process, the Debtors expect to emerge as a stronger, more financially sound business with viable U.S. operations that are well-positioned to advance global enterprise objectives. In the meantime, Delphi will continue to marshal all of its resources to continue to deliver high-quality products to its customers globally. Additionally, the Company will preserve and continue the strategic growth of its non-U.S. operations and maintain its prominence as the world's premier auto supplier.

Significant Events During The Application Period

25. The most significant events during the Application Period were in connection with the development, announcement, and partial implementation of the Debtors' transformation plan. Nearly 40% of the professional fees for which approval is sought in this Interim Application relates to the first two elements of the transformation plan involving resolution of labor and GM issues including preparation and prosecution of the 1113/1114 Motion and the GM Contract Rejection Motion.

A. Negotiations With Unions And GM

26. From the inception of these cases, the Debtors have publicly expressed their need to transform their labor agreements to provide a competitive labor cost structure and to address non-profitable and non-strategic U.S. operations. In particular, the Debtors' existing labor agreements must be modified in three principal respects. First, the Debtors must obtain hourly wage and benefit cost levels that are competitive with other U.S. auto parts suppliers. Second, the Debtors must address those provisions that limit the Debtors' ability to respond to market forces by selling or winding-down non-core product lines and manufacturing sites by January 1, 2008, or by reducing their global workforce. Third, the Debtors must address their substantial liabilities for retirement benefits for hourly employees and their uncompetitive retiree health care plans. The

Debtors are currently pursuing parallel paths: prosecuting the 1113/1114 Motion in an effort to gain judicial authorization to impose necessary modifications to the Debtors' labor agreements while simultaneously negotiating with their unions in an attempt to reach a consensual agreement regarding modifications to certain terms of their collective bargaining agreements. To restructure the Debtors' businesses and design a feasible plan of reorganization, the Debtors must address and resolve these issues.

27. During the Application Period, Skadden worked closely with the Debtors and other professionals regarding the Debtors' negotiations with their unions. As this Court is aware, the Debtors postponed the filing of their 1113/1114 Motion numerous times to allow for continued dialogue in an effort to reach a consensual resolution. For example, during this Application Period, the Debtors on February 17, 2006 announced that based upon progress in discussions with its major unions and GM the Debtors obtained judicial approval to adjourn their February 17, 2006 1113/1114 Motion filing deadline to facilitate continued talks in an effort to achieve a comprehensive agreement. Absent agreement with all parties, Delphi announced it would file no later than March 31, 2006 its motions under sections 1113 and 1114 of the Bankruptcy Code to initiate the process of seeking court authorization to reject the collective bargaining agreements and terminate hourly post-retirement health care plans and life insurance.

28. In an effort to facilitate a "soft landing" for its hourly employees (with or without a comprehensive and consensual agreement), Delphi began negotiating with its major unions to develop attrition programs. On March 22, 2006, a tripartite agreement was reached by and between the UAW, Delphi, and GM that set forth the terms of an attrition program.¹² Because

¹² On May 8 and May 12, 2006, respectively, this Court entered an order and an amended order approving the UAW-GM-Delphi Special Attrition Program (Docket Nos. 3754 and 3648, respectively). The orders have since been appealed by Wilmington Trust Corporation, as indenture trustee. As this Court is aware, on June 19, 2006,

no comprehensive agreement was reached, on March 31, 2006, the Debtors filed their 1113/1114 Motion, concurrent with (a) their announcement regarding the Debtors' transformation plan and (b) their filing of the GM Contract Rejection Motion seeking authorization to reject certain executory contracts with GM. Following the March 31, 2006 filings, the Debtors responded to an intensive discovery process for both motions and prepared for, took, and defended numerous depositions of various witnesses, including experts. Beginning on May 9, 2006, the Court held a contested hearing relating to the 1113/1114 Motion. So far the hearing on this matter has been conducted over seven days, two of which took place after the Application Period.¹³

29. Contemporaneously with the filing of the 1113/1114 Motion, the Debtors also moved to reject unprofitable supply contracts with GM. Among the reasons for the GM Contract Rejection Motion was the Debtors' belief that GM must cover a greater portion of the costs of manufacturing products for GM at the Debtors' plants that primarily produce parts for GM vehicles. In the GM Contract Rejection Motion, the Debtors identified 21 operational sites that currently generate significant operating losses and primarily produce parts for GM vehicles. In the GM Contract Rejection Motion, the Debtors requested authority to reject over 5,000 GM supply contracts related to the 21 operational sites. The Debtors' initial motion covers approximately half of the Debtors' North American annual purchase volume revenue from GM but only 10% of the Debtors' total contracts with GM. Together, the GM Contract Rejection Motion and the 1113/1114 Motion were designed to address losses incurred by the Debtors' manufacturing

the Debtors sought approval of an agreement to implement a similar special attrition program with the IUE-CWA and a Supplement to the UAW special attrition program. On June 29, this Court held a contested, evidentiary hearing regarding the relief requested and on July 7, 2006, this Court entered an order approving the motion (Docket No. 4461). This order was also appealed by Wilmington Trust Company, as indenture trustee (Docket No. 4572). Delphi is still in negotiations with its other unions regarding similar programs, as well as comprehensive labor modifications consistent with the Debtors' transformation requirements.

¹³ On June 13, 2006, this Court entered an order adjourning the 1113/1114 hearings until August 11, 2006 (Docket No. 4170). In addition, in its order, this Court scheduled certain status conferences, set forth discovery and deposition guidelines, and laid out meet and confer obligations for the parties.

operations due to operational obligations and restrictions inherited from GM. Although the filing of these motions was a necessary procedural step, the Debtors continue to pursue a consensual resolution with all of Delphi's unions and GM before the merits of the motions are determined by the Bankruptcy Court.¹⁴

B. Statutory Committees

30. Equity Committee. During the Application Period, on March 21 and 22, 2006, this Court held a contested evidentiary hearing regarding a motion filed by Appaloosa Management L.P.'s ("Appaloosa") requesting the Court direct the U.S. Trustee to appoint an official committee of equity security holders in these Reorganization Cases (Docket No. 1604). On March 31, 2006, this Court entered its order directing the formation of such a committee for specific limited purposes and on April 30, 2006, after soliciting approximately 300,000 shareholders, the U.S. Trustee appointed the Equity Committee (Docket No. 3503).¹⁵ Since the formation of the Equity Committee, the Debtors have sought to foster a productive working relationship with the Equity Committee and to apprise it, within the boundaries of the limited scope for which the Equity Committee was formed, of historical and current events.

31. Creditors' Committee. From the outset of these cases, the Debtors have sought to establish and maintain a transparent and productive working relationship with the Creditors' Committee. The Debtors have met with the Creditors' Committee numerous times during the Application Period, including five formal meetings that included presentations and other materials which formed the basis of discussion and review. As a result of these efforts, the

¹⁴ On June 13, 2006, this Court entered an order (a) adjourning the GM Contract Rejection Motion to the later of August 15, 2006 or a court date directly following the conclusion of the hearings on the 1113/1114 Motion and (b) setting forth discovery, objection, response, and deposition deadlines (Docket No. 4169).

¹⁵ The membership of the Equity Committee was subsequently amended, as announced by the U.S. Trustee on May 11, 2006 (Docket No. 3726).

Debtors and the Creditors' Committee, including their respective professionals, have been able to achieve a productive working relationship in these cases and reduce the number of contested matters before the Court.

C. Case Administration

32. Upon commencing the Reorganization Cases, the Debtors became one of the largest companies, on a consolidated basis, ever to file chapter 11 petitions and the largest industrial company ever to seek chapter 11 relief. During the Application Period, nearly 1,950 items were docketed, and nearly 4,200 items have been docketed in the Reorganization Cases through the end of this Application Period. There are approximately 451 parties on the core service lists in these Reorganization Cases. There were more than 70 orders entered during the Application Period in which 4 omnibus and 7 off-omnibus hearings were conducted. Skadden has logged and responded to more than 700 letters, e-mails, and telephone messages recorded on its dedicated Delphi voice-mail box.

33. As stated, during the Application Period, the Debtors focused their efforts on formulating their transformation plan and beginning to take actions in furtherance thereof. In undertaking these efforts, the Debtors and their advisors, including Skadden,¹⁶ have worked diligently with the Debtors' senior management and continued negotiations with key constituencies to enable a successful reorganization and to provide a platform for future growth.

¹⁶ Skadden is one of a team of skilled professionals retained by the Debtors to assist in their reorganization efforts. Skadden's assistance to the Debtors during the Application Period generally was part of a collaborative effort with the Debtors' other retained professions, including Rothschild Inc. as financial advisors and investment bankers, FTI Consulting, Inc. as restructuring and financial advisors, Groom Law Group Chartered as special employee benefits counsel, Jones Lang LaSalle Americas, Inc. as real estate transaction and services providers, O'Melveny & Myers LLP as special labor counsel, Shearman & Sterling LLP as special counsel, and Togut, Segal & Segal LLP as conflicts counsel.

Requested Fees And Reimbursement Of Expenses

34. Skadden has played an important role in advising the Debtors with respect to the initial stages of implementing their restructuring strategy. As a result of its efforts during the Application Period, Skadden now seeks interim allowance of \$11,310,231 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases, and \$825,854 in charges and disbursements actually and necessarily incurred by Skadden while providing services to the Debtors during the Application Period.

35. This Interim Application reflects (a) a voluntary reduction by Skadden in connection with each monthly statement in the aggregate amount of \$862,928 (with respect to fees, generally including the elimination from any matter of any timekeeper who recorded less than one hour and the elimination of any timekeeper who recorded less than \$2,500 in the aggregate across matters) and \$78,115 (with respect to charges and disbursements), (b) an additional voluntary reduction in the amount of \$179,049 in connection with this Interim Application to reflect, among other things, the elimination of all fees related to (i) any timekeeper who billed less than \$10,000 during the Application Period,¹⁷ (ii) any instance in which a timekeeper billed less than \$1,000 to a particular matter during the Application Period, and (iii) the elimination of any matter to which fewer than ten hours were billed during the Application Period, and (c) an adjustment to reduce the proposed fees sought by \$18,524 to correct two discrete billing errors related to two timekeepers. Accordingly, including the voluntary client accommodations in

¹⁷ Skadden's general criteria for measuring transitory timekeepers in these cases as adopted in the First Fee Application would be to extend a voluntary fee reduction to reflect, among other things, (i) any timekeeper who billed less than ten total hours during the Application Period and (ii) any timekeeper who billed less than \$1,000 during the Application Period. For this particular Application Period, Skadden determined instead to extend a voluntary fee accommodation to reflect any timekeeper who billed less than \$10,000 during the Application Period. This increased threshold for the measurement of transitory timekeepers is intended as a financial accommodation extended based on the particular events in the Application Period and Skadden's review of the totality of the circumstances relating to the Interim Application.

connection with each monthly statement (excluding the adjustments), Skadden is voluntarily reducing its fees by \$1,041,966, or approximately 8.4%, and its charges and disbursements by approximately \$78,126, or approximately 8.6%, for a total reduction of \$1,120,092 for items Skadden normally would bill its clients.¹⁸

36. In staffing this case, in budgeting and incurring charges and disbursements, and in preparing and submitting this Interim Application, Skadden has been mindful of the need to be efficient while providing appropriate and vigorous representation to the Debtors. As described in detail herein, Skadden believes that the requests made in this Interim Application comply with this Court's standards in the context of the unique circumstances surrounding these unusually large and complex cases.

Summary Of Services Rendered By
Skadden During The Application Period

37. Throughout the Application Period, Skadden has worked closely with the Debtors and their advisors to administer these estates and maximize the return for parties in interest. These services have been directed towards a myriad of tasks necessary to achieve this result. To meet the Debtors' needs, Skadden has provided multi-disciplinary services on a daily basis, often working nights, weekends, and holidays. Throughout this process, certain of the principal Skadden attorneys working on the Reorganization Cases were required to devote the vast majority of their time to this matter, often to the exclusion of other clients. As a result of the efforts of the Debtors and their professionals, the Debtors have made substantial progress in evaluating

¹⁸ Skadden believes that the amounts requested in this Interim Application are reasonable in relation to the services rendered. The amounts requested are already reduced to reflect the client accommodations described herein. To the extent that a party objects to this Interim Application, Skadden reserves the right to recapture such client accommodations and seek up to the full amount of fees and expenses actually incurred in connection with this engagement.

and stabilizing their businesses, preparing and pursuing a transformation plan in order to emerge from chapter 11 in the first half of 2007.

38. At the commencement of the Reorganization Cases, Skadden created 45 different matter numbers or subject-matter categories (the "Matter Categories") to which its professionals assigned the time billed by them, all of which are related to the tasks performed by Skadden on behalf of the Debtors.¹⁹ Skadden has kept a contemporaneous record of the time spent rendering such services and, consistent with the Guidelines, separated tasks in billing increments of one-tenth of an hour. All of the services performed by Skadden have been legal in nature and necessary for the proper administration of the Reorganization Cases.

39. Skadden devoted approximately 67.1% of its time to the following six matters, each of which was responsible for fees in excess of \$400,000 during the Application Period: Employee Matters (Labor Unions), Customer Matters (GM), Creditor Meetings / Statutory Committees, Case Administration, Supplier Matters, and Retention/Fee Matters/Objections (Others).

40. Skadden devoted approximately 29.2% of its time in the aggregate to the following 15 matters, billings for each of which were between \$100,000 and \$400,000 in fees during the Application Period: Nonworking Travel Time, Asset Dispositions (General), Employee Matters (General), Leases (Real Property), Secured Claims, General Corporate Advice, Global Subsidiaries (Non-U.S.), Business Operations / Strategic Planning, Utilities, Retention / Fee Matters (SASM&F), Claims Administration (General), Claims Administration (Reclamation/Trust Funds), Automatic Stay (Relief Actions), Environmental Matters, and Litigation (Insurance Recovery).

¹⁹ Exhibit C contains a table of all matter numbers used by Skadden in these Reorganization Cases, as well as a description of certain business statistics of Skadden in these Reorganization Cases.

41. The remainder of time (approximately 3.7%) billed by Skadden was devoted to the following 13 matters, each of which was responsible for less than \$100,000 during the Application Period: Tax Matters, Intellectual Property, Employee Matters (Pension), Real Estate (Owned), Executory Contracts (Personalty), Litigation (General), Employee Matters (Retirees/OPEB), Reports and Schedules, Financing (DIP and Emergence), Reorganization Plan / Plan Sponsors, Asset Dispositions (Real Property), Customer Matters (General), and Regulatory and SEC Matters.

Matters Exceeding \$400,000

A. Employee Matters (Labor Unions)

42. As of the Petition Dates, nearly all of the Debtors' approximately 34,750 hourly employees in the United States were (and still are) represented by three principal unions – the UAW, which represents approximately 70% of the Debtors' hourly workforce, the IUE-CWA, which represents approximately 25% of the hourly workforce, and the United Steelworkers of America, Local 87 (the "USWA"), which represents nearly 3% of the hourly workforce. The Debtors have master collective bargaining agreements with each of these three unions as well as "local agreements" with affiliated local unions covering primarily local issues that are worksite or business specific. The Debtors also have collective bargaining agreements with three other unions representing a smaller segment of the U.S. hourly workforce – the International Association of Machinists and Aerospace Workers (the "IAM"), the International Brotherhood of Electrical Workers (the "IBEW"), and the International Union of Operating Engineers (the "IUOE") (the six foregoing unions (the UAW, IUE-CWA, USWA, IAM, IBEW, and IUOE) being referred to herein collectively as the "Unions").

43. During the Application Period, Skadden worked closely with the Debtors and other professionals to further the negotiations between the Debtors and their Unions. Throughout the Application Period, Skadden worked closely (being mindful not to duplicate efforts) with O'Melveny & Myers, LLP ("O'Melveny") and Groom Law Group, special labor counsel and special employee benefits counsel, respectively, retained by the Debtors to advise with respect to the filing of the Debtors' 1113/1114 Motion. Although the Debtors were prepared to file their 1113/1114 Motion on numerous occasions, Delphi announced on February 17, 2006 that based upon progress in discussions with its major unions and GM the talks would continue in an effort to achieve a comprehensive agreement. Therefore, to facilitate dialogue between the parties, the deadline to file the 1113/1114 Motions was further extended to March 31, 2006.

44. In addition, during the Application Period, Delphi also negotiated with its major unions to develop an attrition program for hourly employees (with or without a consensual comprehensive agreement) to facilitate a "soft landing" for current employees on an individual and voluntary basis. During the Application Period, Delphi, with the assistance of Skadden, successfully negotiated an agreement with GM and the UAW to establish an attrition program to provide certain incentives and benefits for employees to sever their employment. Skadden drafted a motion seeking approval of this attrition program, which motion was finalized and filed on March 22, 2006 (Docket No. 2933) – the same day the agreement memorializing the attrition program was signed. Skadden responded to objections and discovery requests and prosecuted the motion on behalf of the Debtors at the April 7, 2006 omnibus hearing. On May 8, 2006, this Court entered the order approving the motion with certain modifications (Docket No. 3648), which was

subsequently amended on May 12, 2006 (Docket No. 3754). This order was appealed by Wilmington Trust Co., as indenture trustee (Docket No. 3813).²⁰

45. On March 31, 2006, the Debtors filed their 1113/1114 Motion. Following the filing of their 1113/1114 Motion, the Debtors responded to an intensive discovery process and prepared for, took, and defended numerous depositions of various witnesses, including experts. Further assistance by Skadden and O'Melveny (which was closely coordinated by Delphi and the firms) was provided in preparations for the contested hearing on the motion which was held thus far over seven days, five of which were during the Application Period. Among other things, Skadden participated in analyzing and discussing potential litigation strategies with the Debtors and their special counsel, prepared thirteen witnesses called by the Debtors, identified and reviewed more than 300 hearing exhibits designated by the Debtors and other parties in interest, and assembled hearing materials, including 17 volumes of hearing exhibits.

46. In connection with the foregoing services, Skadden expended 4,993.7 hours during the Application Period for which Skadden seeks compensation of \$2,590,790.²¹ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-1. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

²⁰ In addition, after the Application Period, on June 19, 2006, the Debtors sought approval of an agreement to implement a similar special attrition program with the IUE-CWA and a Supplement to the UAW special attrition program (Docket No. 4269). On June 29, Skadden represented the Debtors in a contested, evidentiary hearing regarding the relief requested and on July 7, 2006, this Court entered an order approving the motion (Docket No. 4461). This order was also appealed by Wilmington Trust Company, as indenture trustee. Furthermore, Delphi with the assistance of Skadden, is continuing to negotiate with the steelworkers, as well as its other unions, regarding similar programs.

²¹ Skadden's first interim fee application requested fees in the amount of \$414,991, or 4.5% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
John P. Furfaro	\$770	402.3	\$309,771
Louis D. Wilson	\$510	595.7	\$303,807
John (Jack) Wm. Butler, Jr.	\$835	315.2	\$263,193
Thomas J. Matz	\$560	432.2	\$242,032
Kayalyn A. Marafioti	\$795	260.6	\$207,178
Brian M. Fern	\$485	319.1	\$154,764
Neil MacDonald	\$540	279.6	\$150,984
Jay S. Berke	\$755	189.7	\$143,224
George N. Panagakis	\$755	180.8	\$136,505
Nick D. Campanario	\$465	238.0	\$110,671
Randall G. Reese	\$465	167.9	\$78,074
Ron E. Meisler	\$540	140.9	\$76,086
David E. Springer	\$755	89.6	\$67,649
Allison V. Herriott	\$375	114.8	\$43,051
Nathan L. Stuart	\$440	76.2	\$33,528
Dhananjai Shivakumar	\$560	53.6	\$30,016
John Guzzardo	\$375	71.9	\$26,963
Sina Toussi	\$540	47.5	\$25,650
Haim Zaltzman	\$335	29.0	\$9,715
Ronald D. Kohut	\$410	22.3	\$9,143
Eric L. Cochran	\$795	6.3	\$5,009
M. Janine Jjingo	\$295	15.5	\$4,573
Courtney E. VanLonkhuyzen	\$375	9.8	\$3,676
Albert L. Hogan III	\$620	5.7	\$3,534
Lisa B. Diaz	\$295	6.3	\$1,858
Paraprofessional Total		923.2	\$150,136
Total		4,993.7	\$2,590,790 (22.9%)
Voluntary fee accommodation excluded from total:			\$68,991

B. Customer Matters (GM)

47. During the Application Period, Skadden assisted the Debtors in negotiating various matters with GM, the Debtors' largest customer and former parent. As of December 31,

2005, GM accounted for \$12.86 billion of the Debtors' total net sales and was party to many material agreements with the Debtors.

48. During the Application Period, Skadden met with Delphi's Board of Directors and advised senior management on strategic short- and long-term matters concerning GM, including, without limitation, (a) discussions regarding the Debtors' transformation plan and their efforts to realign the Company's global product portfolio and manufacturing footprint, (b) negotiating with GM for financial support to effectuate a comprehensive restructuring of the Debtors' businesses while minimizing the impact upon the Debtors' employees, (c) GM contract matters, including the GM Contract Rejection Motion, and (d) resolving setoff requests made by GM.

49. Skadden devoted considerable amounts of time throughout the Application Period addressing each of the GM items discussed above. Of particular note, Skadden spent significant time reviewing certain of the Debtors' contracts with GM in preparation for the GM Contract Rejection Motion. Primarily, Skadden, working with FTI and the Debtors, reviewed contracts where the Debtors were providing parts to GM at a financial loss to the Debtors. To facilitate this process, during the Application Period, Skadden devoted significant time to conducting legal research regarding the rejection of executory contracts, reviewing contracts covered by the GM Contract Rejection Motion, and drafting the GM Contract Rejection Motion in the event that a consensual resolution cannot be reached. In addition, Skadden assisted the Debtors in reviewing expired contracts between the Debtors and GM and conducted research regarding the Debtors' legal options with regards to performance under the expired contracts while negotiating terms for new supply contracts with GM.

50. Ultimately, on March 31, 2006, with the assistance of Skadden, the Debtors filed the GM Contract Rejection Motion. On the same date, the Debtors delivered to GM a letter regarding commercial agreements that expired between October 1, 2005 and March 31, 2006, the terms of which the Debtors wished to reset if GM were to renew the contracts. In their March 31, 2006 press release, the Debtors stated that they would not unilaterally revise the terms and conditions on which the Debtors were providing interim supply of parts to GM in connection with the expired contracts or file additional contract rejection motions prior to May 12, 2006 so long as GM did not initiate re-sourcing or other hostile commercial initiative against the Debtors.

51. The GM Contract Rejection Motion was initially scheduled to be heard on May 12, 2006. In early April 2006, the Debtors were served with discovery requests related to the motion by GM and other constituents. In light of the originally scheduled hearing date, Skadden and FTI assisted the Debtors in responding on an expedited basis to GM's discovery requests. Skadden devoted a substantial amount of time reviewing documents produced by both the Debtors and GM in response to various discovery requests. The Debtors ultimately produced over 50,000 pages of documents in response to GM's discovery requests. In connection with GM's discovery requests, the Debtors also spent a significant amount of time during the Application Period preparing for the depositions of certain Delphi and GM witnesses. Although the hearing date of the motion was twice adjourned, during the Application Period, the Debtors, FTI, and Skadden diligently prepared for a hearing on the motion. Ultimately, shortly after the end of the Application Period, on June 13, 2006, this Court agreed to adjourn the hearing on the motion until the later of August 15, 2006 and the conclusion of the 1113/1114 hearing to permit negotiations between the Debtors and GM to continue.

52. In addition, the Debtors and their advisors negotiated extensively with GM, the Debtors' largest customer, and potentially the largest creditor, with respect to the application of various first-day orders in the period both before and after the Petition Dates. This included addressing GM's concerns with respect to setoff rights under the order granting the Debtors' motion for approval of their debtor-in-possession financing (the "DIP Financing Order"), and customer and vendor matters. Skadden also met with and discussed with GM comprehensive solutions with regard to human capital matters relating to collective bargaining agreements, pension plans, and OPEB liabilities. To guide these discussions, Skadden assisted the Debtors in strategizing and otherwise drafting documentation in an attempt to engender GM's support. The Debtors, with the assistance of Skadden, also participated in weekly and bi-weekly meetings with GM executive management and its financial advisors throughout the Application Period. In light of the importance of such meetings, Skadden also devoted significant efforts to assisting the Debtors in preparing for such meetings through, among other things, participation in advance working group meetings.

53. In connection with the foregoing services, Skadden expended 4,178.2 hours during the Application Period for which Skadden seeks compensation of \$1,789,803.²² Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-2. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

²² Skadden's first interim fee application requested fees in the amount of \$458,182, or 5.0% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Nathan L. Stuart	\$440	787.1	\$346,324
Dhananjai Shivakumar	\$560	604.5	\$338,520
Courtney E. VanLonkhuyzen	\$375	370.6	\$138,975
John (Jack) Wm. Butler, Jr.	\$835	135.3	\$112,976
John Guzzardo	\$375	292.4	\$109,651
Eric L. Cochran	\$795	122.3	\$97,229
Kayalyn A. Marafioti	\$795	111.7	\$88,803
Albert L. Hogan III	\$620	138.6	\$85,932
Sina Toussi	\$540	128.9	\$69,606
David E. Springer	\$755	52.7	\$39,790
Lisa B. Diaz	\$295	113.9	\$33,601
Ron E. Meisler	\$540	37.5	\$20,250
George N. Panagakis	\$755	21.8	\$16,459
Melissa T. Kahn	\$410	32.1	\$13,161
Haim Zaltzman	\$335	35.3	\$11,826
Thomas J. Matz	\$560	20.1	\$11,256
Bennett S. Silverberg	\$485	21.5	\$10,428
Peter Olasky	\$375	20.6	\$7,725
Ronald D. Kohut	\$410	17.5	\$7,175
John K. Lyons	\$695	8.9	\$6,186
Venera E. Ziegler	\$510	5.3	\$2,703
Allison V. Herriott	\$375	6.3	\$2,363
Brian M. Fern	\$485	4.8	\$2,329
Louis D. Wilson	\$510	3.1	\$1,581
Nick D. Campanario	\$465	2.6	\$1,209
Randall G. Reese	\$465	2.4	\$1,116
Paraprofessional Total		1,080.4	\$212,629
Total		4,178.2	\$1,789,803 (15.8%)
Voluntary fee accommodation excluded from total:			\$57,928

C. Creditor Meetings/Statutory Committees

54. This category of time relates to meetings with various creditor and equity constituencies, and, in particular, with the Creditors' Committee and its legal and financial

advisors, the Equity Committee, and the Ad Hoc Equity Committee (principally through Appaloosa). Throughout the Application Period, Skadden communicated with the Creditors' Committee, the Equity Committee, the Ad Hoc Equity Committee, and their respective advisors regarding the progress and status of the Reorganization Cases.

55. In addition to day-to-day communication, during the Application Period, Skadden represented the Debtors at five formal meetings with the Creditors' Committee and its professional advisors – including three meetings in February alone, a critical time in these Reorganization Cases. In addition to the formal meetings with the full Creditors' Committee, during the Application Period, the Debtors also held meetings between the professionals for the Creditors' Committee and the professionals for the Debtors. These meetings have allowed the Debtors to keep the Creditors' Committee members and professionals informed as to upcoming issues, such as motions to be heard at the monthly omnibus hearings, the status of the Debtors' transformation plan, and actions to be undertaken in furtherance of that plan. In addition, monthly meetings have provided a forum in which to address general and specific concerns that the Creditors' Committee may have. The Debtors believe that these efforts have likely eliminated potential objections that the Creditors' Committee might have lodged to some of the Debtors' motions by communicating with the Creditors' Committee in advance of filings and anticipated transactions, thus avoiding some unnecessary litigation expenses. Skadden assisted the Debtors in preparing for these meetings, including the coordination of financial information and status reports regarding implementation of various orders and other relevant matters.

56. Skadden also continued to respond to informal information requests by the Creditors' Committee professionals, pursuant to which the Debtors provided additional information about the exercise of the authority granted under first-day orders, their financial

situation, and background on various motions contemplated by the Debtors. Moreover, with Skadden's assistance, the Debtors and Creditors' Committee negotiated an information sharing protocol designed, among other things, to protect privilege, which was presented to this Court for its approval. These efforts by the Debtors and Skadden have continued to foster a productive working relationship between the Debtors and the Creditors' Committee.

57. Furthermore, as the Court is aware, during the Application Period, the Debtors continued to respond to creditors' requests for appointment to the Creditors' Committee. On February 17, 2006, GM filed a motion seeking appointment by this Court to the Creditors' Committee (Docket No. 2443). Skadden worked closely with the Debtors to evaluate this request and communicate their views on this request to the appropriate parties, including filing a statement in response on March 2, 2006 (Docket No. 2642). Ultimately, in the face of several objections from the U.S. Trustee, the Creditors' Committee, and others, on March 8, 2006, GM withdrew its motion (Docket No. 2746).

58. In addition, during the Application Period, Law Debenture Trust Company of New York ("Law Debenture") sought to be appointed to the Creditors' Committee. The Court denied this request (Docket No. 1607). In response to this Court's February 8, 2006 denial of Law Debenture's motion, on February 17, 2006 (Docket No. 2199), Law Debenture filed a motion for leave to appeal pursuant to 28 U.S.C. §§ 158(a)(3) and 1292(b) and the collateral order doctrine (Docket No. 2429). On March 1, 2006, the Debtors, with the assistance of Skadden, filed a response opposing this motion. On April 13, 2006, Skadden represented the Debtors on this matter in a status conference before the District Court for the Southern District of New York. During the status conference, the United States District Court noted that the Debtors' chapter 11 cases will

continue to proceed while Law Debenture's motion is pending and gave no indication that it would rule on Law Debenture's motion in the near future.²³

59. In addition, one of the key issues that arose during the Application Period related to Appaloosa efforts to establish an official committee of equity security holders. Specifically, during the Application Period, Skadden assisted the Debtors in opposing the Motion of Appaloosa Management L.P. Pursuant To 11 U.S.C. §1102(a)(2) For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases (Docket No. 1604).

60. Skadden spent substantial time during the Application Period assisting the Debtors in preparing for this litigation. During the Application Period, Skadden responded to substantial discovery requests from Appaloosa, including gathering responsive documents and reviewing the documents for relevance, privilege, and confidentiality, prepared declarations in support of the Debtors' opposition, prepared and defended witnesses for three depositions, responded to motions to quash and motions to compel, and prepared and reviewed expert reports. Ultimately, the Debtors reviewed and produced 17,244 pages of documents in connection with the discovery process. In addition, the Debtors, with Skadden's assistance, issued discovery requests to Appaloosa, pursuant to which Skadden received and reviewed over 3,500 pages of documents. Skadden also deposed three expert witnesses offered by Appaloosa. As the hearing drew nearer, the Debtors, with Skadden's assistance, prepared exhibits for trial and negotiated the entry of exhibits with the other parties involved in the litigation. In total, there were 246 exhibits entered into evidence for the summary proceeding. This Court conducted a two-day evidentiary hearing on this matter on March 21 and 22, 2006, following which, on March 22, 2006, the Court granted

²³ On July 5, 2006, in the United States District Court for the Southern District of New York, Judge Cote denied Law Debenture's motion for leave to appeal.

the motion to appoint the Equity Committee to represent the interests of the Delphi's stockholders in these Reorganization Cases. On March 30, 2006, this Court issued an order directing the appointment of an Equity Committee with a substantially more limited role in these Reorganization Cases than the Creditors' Committee or that role sought by Appaloosa. On April 30, 2006, the U.S. Trustee appointed the Equity Committee.

61. Following the appointment of the Equity Committee, the Debtors began meeting with the Equity Committee and responding to various requests for information issued by the Equity Committee. As with the Creditors' Committee, the Debtors have commenced monthly meetings with the Equity Committee, including one such meeting during the Application Period on May 3, 2006 lasting more than three hours at which the Debtors presented a 241-page presentation (with additional exhibits) that was designed to "level up" the Equity Committee with other stakeholders regarding major issues in the Reorganization Cases. In addition, numerous working group meetings have been conducted following the May 3, 2006 meeting, including a professionals' meeting on May 11, 2006. Skadden has assisted the Debtors in preparation for these meetings and has been in regular communication with counsel for the Equity Committee. Moreover, the Debtors, with the assistance of Skadden, have been providing the Equity Committee, as well as Appaloosa, with substantial amounts of information, including information filed with respect to the 1113/1114 Motion and materials related to the GM Contract Rejection Motion.

62. During the Application Period, Skadden also advised the Debtors with respect to, and represented the Debtors at the meeting of creditors held pursuant to section 341 of the Bankruptcy Code (the "341 Meeting"), which was held on February 3, 2006. At the 341 Meeting, the Debtors, assisted by Skadden, provided those in attendance a short presentation of the

background of the Company and the status of the Reorganization Cases prior to answering questions of the U.S. Trustee and participating creditors.

63. In connection with the foregoing services, Skadden expended 3,068.6 hours during the Application Period for which Skadden seeks compensation of \$1,527,032.²⁴ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-3. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Neil MacDonald	\$540	410.7	\$221,778
David E. Springer	\$755	225.0	\$169,876
Sina Toussi	\$540	292.7	\$158,058
John Guzzardo	\$375	395.8	\$148,426
John (Jack) Wm. Butler, Jr.	\$835	159.0	\$132,766
Brian M. Fern	\$485	245.5	\$119,069
Kayalyn Marafioti	\$795	117.1	\$93,096
Dhananjai Shivakumar	\$560	156.0	\$87,360
Ron E. Meisler	\$540	156.6	\$84,564
Thomas J. Matz	\$560	136.2	\$76,272
Allison V. Herriott	\$375	203.0	\$76,126
Haim Zaltzman	\$335	117.8	\$39,463
Venera K. Ziegler	\$510	26.8	\$13,668
Nathan L. Stuart	\$440	30.2	\$13,288
M. Janine Jjingo	\$295	44.9	\$13,246
Gregory O. Ogunsanya	\$440	16.0	\$7,040
Randall G. Reese	\$465	8.5	\$3,953
Dolores De Elizalde	\$440	5.8	\$2,552
John K. Lyons	\$695	3.5	\$2,433
George N. Panagakis	\$755	2.4	\$1,812

²⁴ Skadden's first interim fee application requested fees in the amount of \$415,954, or 4.5% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Joseph N. Wharton	\$485	2.5	\$1,213
Marie L. Gibson	\$540	2.0	\$1,080
Paraprofessional Total		310.6	\$59,893
Total		3,068.6	\$1,527,032 (13.5%)
Voluntary fee accommodation excluded from total:			\$23,375

D. Case Administration

64. This category of time is comprised of matters relating to, among other things, (a) general communications with creditors and other parties in interest, (b) general case administration, including duties pertaining to service of process and pleading and file maintenance, (c) general preparation for, and attendance at, court hearings, (d) general advice with respect to the prosecution of the Reorganization Cases, and (e) general advice with respect to the rights and duties of debtors-in-possession in the administration of the Reorganization Cases.

65. Given the size and complexity of these Reorganization Cases – the Debtors comprise the largest industrial company to ever seek chapter 11 relief – the Debtors and Skadden were presented with a unique set of challenges in administering the cases, tracking motions filed by others, responding to inquiries from parties-in-interest, and maintaining organization and control over a case that could quickly have become disorganized if attention were not provided to case administration matters on a continual basis.

66. Thus, for instance, Skadden worked closely with the Debtors, this Court's Clerk's Office, representatives of this Court's Chambers, the U.S. Trustee's Office, the Debtors' notice and claims agent (Kurtzman Carson Consultants LLC ("KCC")), the Debtors' public relations advisors, and the Debtors' other advisors in coordinating the various procedures and processes to aid in the administration of the Reorganization Cases, including a dedicated website, telephone hotlines, and e-mail information sites to assist in responding to the numerous inquiries

that this case has generated. At the commencement of the Reorganization Cases, the Debtors and Skadden established a telephone hotline that provides basic information to callers and allows them to leave messages that Skadden can return. During the Application Period, nearly 180 messages were submitted to the hotline. In addition, numerous parties contacted Skadden directly with their inquiries. Where necessary, Skadden researched responses to more complicated voicemail messages and otherwise responded to inquiries tendered through the hotline. A considerable amount of time was devoted to these efforts.

67. Skadden also estimates that it received approximately 450 pieces of written correspondence during the Application Period, all of which were routed to appropriate professionals within Skadden and responded to either orally or in writing. Skadden necessarily devoted significant resources responding to these matters. These efforts assured responsive answers to parties, ensured that the Debtors continued to conduct their affairs in accordance with the Bankruptcy Code and applicable nonbankruptcy law, and also assisted the Debtors and their estates by resolving numerous matters that otherwise may have resulted in pleadings filed with this Court.

68. In addition to communications matters, Skadden maintained various files critical to enable Skadden and others to address promptly issues that arose during the Application Period. Skadden reviewed all pleadings and orders filed in the Reorganization Cases and worked with KCC to ensure that entities entitled to notice were kept informed of significant events in the Reorganization Cases. The efficient management of administrative matters in a paper-intensive case of this size is a significant task. Each week, the Debtors and Skadden are inundated with correspondence, documents, requests, pleadings, and other papers. During the Application Period, nearly 1,950 items have been docketed. On average, then, at least 16 pleadings were filed and

docketed each day (including weekends and holidays) during the 120 days covered by the Application Period. As of May 31, 2006, nearly 4,200 items had been docketed since the Petition Dates.

69. Given this volume of activity, Skadden maintained various procedures to create efficiencies in the management of the Reorganization Cases and to avoid unnecessary duplication of effort between its own professionals and its advisors. For instance, during the Application Period, Skadden kept detailed calendars of future events in the Reorganization Cases and maintained other planning tools to ensure that critical deadlines were met in this large and highly complicated case.

70. Despite the streamlined notice procedures authorized by this Court, Skadden is required to devote substantial attention and resources to service and related matters in these cases. As of the end of the Application Period, there were approximately 390 parties who had filed a notice of appearance or request for notice in these cases (the "2002 List Parties") and approximately 60 parties are listed on the Master Service List²⁵ in these cases. Skadden devotes a great deal of time updating and maintaining these lists to ensure proper notice: they review each pleading filed and update the entities that firms represent as well as record relevant addresses, they review all electronic and written correspondence to ensure all lists are accurate, and they review all notices of appearance to ensure that no party in interest is inadvertently excluded from a mailing.

71. Obviously the great number of parties who have appeared in these proceedings and the time-sensitive nature of many of the pleadings and replies that must be filed

²⁵ The Master Service List is comprised of (a) the Debtors and their counsel, (b) the Office of the United States Trustee, (c) the members of and counsel for each Committee, (d) counsel for the agent under the Debtors' prepetition credit facility, (e) counsel for the agent under the Debtors' postpetition credit facility, and (f) those parties which may be added to the Master Service List by the Debtors upon written request to the Debtors or as may be otherwise ordered by the Court for good and sufficient cause pursuant to the Local Rules and as required in the Debtors' case management order.

require a great deal of coordinated effort among Skadden. There are many matters that require special notices of particular items that significantly expand these duties. Thus, Skadden maintains and continually updates separate notice lists for various parties including the DIP lenders, landlords, and unions and their respective advisors.

72. In addition to communications and service matters, Skadden devoted significant time preparing for and attending the omnibus and off-omnibus hearings that this Court has established. The omnibus hearings have streamlined the administration of these Reorganization Cases by establishing a schedule known to all parties in interest for Court hearings, thus eliminating unnecessary time and expenses spent appearing before the Court on numerous occasions each month. The internal coordination of motions, responses, objections, witnesses, and other related matters, however, requires close and careful attention by the entire Skadden team. Indeed, the monthly omnibus hearing agendas that Skadden prepares require significant attention by numerous Skadden professionals beginning weeks before each hearing. In most instances, a carefully coordinated team of a limited number of Skadden attorneys attend the hearings to meet with numerous parties in interest who appear and to resolve as many issues as possible. Moreover, following the hearings, Skadden must, on some occasions, modify proposed orders to comply with the Court's rulings and subsequently submit those orders to this Court for signature and docketing.

73. During the Application Period, there have been four omnibus and seven significant off-omnibus hearings. Approximately 53 discrete matters have been heard at these hearings. As this Court is aware, the Debtors, with the assistance of Skadden and the Debtors' other professionals, have succeeded in presenting the great majority of these matters as uncontested or resolved. There have been relatively few contested matters in these cases, and even fewer matters that actually required contested evidentiary hearings. But for the coordinated efforts

of Skadden (as well as the Debtors' other retained professionals) in connection with these hearings, this simply would not be possible.

74. Moreover, on almost a daily basis, Skadden advises the Debtors' management of the Debtors' rights and duties as debtors-in-possession, noting proscribed, permitted, and required conduct. Skadden frequently advises the Debtors' management with respect to specific business questions posed by management and by events occurring in the Reorganization Cases. Part of Skadden's advice in this regard involves the participation of Skadden in periodic planning and strategy conferences with the Debtors' senior management team.

75. To assist the Debtors in continuing to perform their fiduciary duties, Skadden works with the Debtors in implementing procedures for the Debtors to operate their businesses in accordance with the requirements of the Bankruptcy Code. Skadden reviews certain of the Debtors' proposed expenditures, contractual relationships, dispositions of property and other transactions to aid the Debtors in evaluating whether the contemplated transactions are within the ordinary course of business or are outside the ordinary course of business and require Court approval.

76. In connection with the foregoing services, Skadden expended 1,828.3 hours during the Application Period for which Skadden seeks compensation of \$603,278.²⁶ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-4. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

²⁶ Skadden's first interim fee application requested fees in the amount of \$1,136,809, or 12.4% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Ron E. Meisler	\$540	151.0	\$81,540
Thomas J. Matz	\$560	129.7	\$72,632
Kayalyn Marafioti	\$795	84.4	\$67,098
Allison V. Herriott	\$375	93.2	\$34,951
John (Jack) Wm. Butler, Jr.	\$835	25.9	\$21,627
John K. Lyons	\$695	30.8	\$21,406
Brian M. Fern	\$485	30.0	\$14,551
Lisa B. Diaz	\$295	47.0	\$13,865
Venera E. Ziegler	\$510	26.7	\$13,617
Matthew J. Micheli	\$440	21.7	\$9,548
Sina Toussi	\$540	15.2	\$8,208
Haim Zaltzman	\$335	22.4	\$7,505
Randall G. Reese	\$465	12.7	\$5,907
Nathan L. Stuart	\$440	12.0	\$5,280
Dolores De Elizalde	\$440	10.5	\$4,620
Joseph N. Wharton	\$485	6.7	\$3,250
Dionysios V. Tsiros	\$295	10.5	\$3,098
M. Janine Jjingo	\$295	7.5	\$2,213
Paraprofessional Total		1,090.4	\$212,362
Total		1,828.3	\$603,278 (5.3%)
Voluntary fee accommodation excluded from total:			\$79,344

E. Supplier Matters

77. As stated above, Delphi is the largest industrial company ever to seek chapter 11 relief. The Debtors' manufacturing operations depend upon the timely delivery of goods and services from thousands of separate suppliers that are party to more than 96,000 distinct supply agreements. Management of the Debtors' supply chain issues was further complicated by the Debtors' reliance, consistent with normal automotive industry practice, on "just-in-time" inventory management systems and "sole source" supply methods. As discussed in detail in

motions filed earlier in these cases,²⁷ use of the just-in-time supply method means that the Debtors do not maintain a significant inventory of the components supplied by many of their suppliers.

Pursuant to the sole source supply method, the Debtors frequently purchase all their requirements for a particular part from one supplier, each of which must meet demanding specifications imposed by both the Debtors and their original equipment manufacturer ("OEM") customers before they can be used in manufacturing the Debtors' products.

78. The Debtors' use of just-in-time inventory management and sole source supply methods results in, among others, the following unique risks to the Debtors' businesses: (a) a failure by a supplier to timely ship goods may force the Debtors' manufacturing facilities using those parts to shut down less than 24 hours after the missed shipment and the Debtors' OEM customer's manufacturing facilities to shut down less than 48 hours after the missed shipment, and (b) the Debtors are unable to re-source parts to another supplier in the short term. The Debtors' postfiling supply chain management has been further complicated by the fact that many of the Debtors' suppliers are facing similar financial pressures to those faced by the Debtors and are in a tenuous financial position as well. The financial instability of some such suppliers was significantly exacerbated by the Debtors' chapter 11 filings and the large prepetition amounts owed to suppliers at the time of the Debtors' filings.

79. In the prior application period, this Court entered an order, dated December 12, 2005 (Docket No. 1494) (the "SAAP Order") granting the Debtors authority to assume agreements covering the supply of goods that the Debtors determine are critical to their on-going

²⁷ See, e.g., Motion for Order Under 11 U.S.C. §§ 105(a), 363, 364, 1107, and 1108 and Fed. R. Bankr. P. 6004 and 9019 Authorizing Continuation of Vendor Rescue Program and Payment of Prepetition Claims of Financially-Distressed Sole Source Suppliers and Vendors Without Contracts, dated October 13, 2005 (Docket No. 17); Motion for Order Under 11 U.S.C. §§ 363(b) and 365(a) and Fed. R. Bankr. P. 9019 Approving Procedures to Assume Certain Amended and Restated Sole Source Supplier Agreements, dated November 18, 2005 (Docket No. 1098).

business operations. The Debtors sought entry of the SAAP Order to develop and implement procedures to effectively and rapidly address issues relating to expiring supply agreements and implementation of the relief granted by the Court pursuant to the SAAP Order. During the Application Period, Skadden assisted the Debtors with regard to implementation of the SAAP Order, and the Debtors have assumed numerous agreements pursuant to the Order. This required the Debtors, with the assistance of Skadden, to negotiate a significant number of assumption agreements with multiple suppliers. During the Application Period, Skadden also spent time negotiating with suppliers regarding the extension or replacement of expiring supply agreements, including pursuant to the procedures approved by the Court in the SAAP Order.

80. During the Application Period, the Debtors also worked with suppliers which had filed adversarial motions to consensually resolve the disputes raised by those motions, including, for example, the Motion To Compel Assumption/Rejection Of Supplier Contracts With LBQ Foundry S.A. De C.V. and Aramark Services, Inc.'s Motion For Relief From Automatic Stay To Proceed With Termination Of Catering Agreement. In addition, on behalf of the Debtors, Skadden obtained from this Court entry of an order authorizing the Debtors' rejection of certain license and supply agreements with Inovise Medical, Inc. Rejection of the Invoice agreement freed Delphi Medical Systems Corporation from the burdensome financial commitments required under the agreement and allowed Delphi Medical Systems Corporation to use preferred alternative technology.

81. In connection with the foregoing services, Skadden expended 1,014.1 hours during the Application Period for which Skadden seeks compensation of \$539,862.²⁸ Detailed

²⁸ Skadden's first interim fee application requested fees in the amount of \$1,032,388, or 11.2% of the total amount requested in the first interim fee application for this matter.

time entries of each Skadden professional related to these services are attached hereto as Exhibit D-5. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Randall G. Reese	\$465	503.9	\$234,315
John K. Lyons	\$695	315.1	\$218,995
Allison V. Herriott	\$375	56.9	\$21,338
Sina Toussi	\$540	38.8	\$20,952
Matthew J. Micheli	\$440	24.6	\$10,824
Ron E. Meisler	\$540	18.6	\$10,044
Nathan L. Stuart	\$440	19.5	\$8,580
Thomas J. Matz	\$560	9.8	\$5,488
Haim Zaltzman	\$335	16.0	\$5,360
Lisa B. Diaz	\$295	9.4	\$2,773
Kayalyn A. Marafioti	\$795	1.5	\$1,193
Total		1,014.1	\$539,862 (4.8%)
Voluntary fee accommodation excluded from total:			\$13,388

F. Retention/Fee Matters/Objections (Others)

82. Reorganization cases as large and complex as these require the coordinated efforts of a number of restructuring advisors and professionals. To this end, during the Application Period, Skadden worked with the Debtors and their other professionals in retaining approximately 13 such professionals in these cases. Where necessary, Skadden conferred with the Debtors and the professionals and provided assistance with evaluating discrete issues affecting the Debtors' retention of these professionals.

83. In addition, during the Application Period, Skadden advised the Debtors in retaining, pursuant to the Order Under 11 U.S.C. §§ 327, 330, and 331 Authorizing Retention Of Professionals Utilized By Debtors In Ordinary Course Of Business (the "Ordinary Course Professionals Order"), approximately 40 ordinary course professionals who provide the Debtors

with a host of non-restructuring legal, accounting, and other professional services. Because the Ordinary Course Professional Order requires any ordinary course professional to file an affidavit prior to being retained and compensated by the Debtors, Skadden assisted the Debtors in tracking which professionals had filed such affidavits and when the expiration of the individual objection periods had occurred, permitting the Debtors then to pay such ordinary course professionals.

84. In accordance with the requests of the U.S. Trustee, the Ordinary Course Professionals Order requires that any ordinary course professional whose fees exceed \$50,000 per month or \$500,000 in the aggregate during the pendency of these Reorganization Cases must be retained pursuant to a formal retention application to receive future compensation from the Debtors. Accordingly, during the Application Period, Skadden assisted approximately seven of the Debtors' ordinary course professionals in preparing and filing their formal retention applications. In addition, during this period, Skadden began the process of preparing additional retention applications, which were subsequently filed after this Application Period.

85. In connection with the foregoing services, Skadden expended 1,119.5 hours during the Application Period for which Skadden seeks compensation of \$431,545.²⁹ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-6. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Dolores De Elizalde	\$440	319.1	\$140,404
Venera E. Ziegler	\$510	160.8	\$82,008
Haim Zaltzman	\$335	151.0	\$50,586

²⁹ Skadden's first interim fee application requested fees in the amount of \$377,176, or 4.1% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Thomas J. Matz	\$560	75.7	\$42,392
M. Janine Jjingo	\$295	73.0	\$21,535
Ron E. Meisler	\$540	30.2	\$16,308
Dionysios V. Tsiros	\$295	41.4	\$12,214
John K. Lyons	\$695	13.3	\$9,244
Kayalyn A. Marafioti	\$795	10.6	\$8,428
Lisa B. Diaz	\$295	19.4	\$5,723
John (Jack) Wm. Butler, Jr.	\$835	6.0	\$5,011
Catherine E. Danz	\$465	4.1	\$1,907
Nathan L. Stuart	\$440	3.9	\$1,716
Gregory O. Ogunsanya	\$440	3.5	\$1,540
Paraprofessional Total		207.5	\$32,529
Total		1,119.5	\$431,545 (3.8%)
Voluntary fee accommodation excluded from total:			\$19,963

Matters Between \$100,000 And \$400,000

G. Nonworking Travel Time

86. Because of the extensive breadth of services that Skadden is providing the Debtors in these Reorganization Cases, Skadden draws upon the experience and talent of a number of professionals from its worldwide organization including offices located in Chicago, New York, Washington, D.C., Los Angeles, and London, England. As this Court is aware, the Debtors are headquartered in Troy, Michigan, members of the Creditors' Committee are based in several states across the U.S., the Debtors' postpetition lenders are based in New York, and many of the Debtors' other primary constituencies, including its unions and GM, are based in Michigan. As a consequence of these disparate locations and the Debtors' expectation and determined need that Skadden partners, associates, paraprofessionals be on site in Michigan on a weekly basis as well as in other locations including New York and Washington D.C. Skadden frequently must travel among these and other locations as necessary to meet with the Debtors' Board of Directors and

senior management, creditor constituencies, and to attend Court hearings. Skadden's professionals who spend time traveling, but not otherwise working, allocate their time to this billing category.

87. Skadden expended 1,312.3 hours during the Application Period devoted to non-working travel time for which Skadden seeks compensation of \$376,303.³⁰ This amount reflects a fifty percent (50%) reduction from Skadden's guideline hourly rates. Detailed time entries of each Skadden professional are attached hereto as Exhibit D-7. A summary of the hours incurred and value of the travel time for each professional is provided in the following table:

Name	Rate	Time	Value
John (Jack) Wm. Butler, Jr.	\$418	217.6	\$90,854
John K. Lyons	\$348	131.0	\$45,523
Ron E. Meisler	\$270	133.2	\$35,964
Randall G. Reese	\$232	134.1	\$31,178
Dhananjai Shivakumar	\$280	70.6	\$19,768
David E. Springer	\$377	47.0	\$17,742
Matthew J. Micheli	\$220	79.8	\$17,556
Allison V. Herriott	\$188	78.8	\$14,776
Brian M. Fern	\$243	58.5	\$14,187
Neil MacDonald	\$270	42.7	\$11,529
George N. Panagakis	\$378	30.5	\$11,514
Eric L. Cochran	\$398	26.5	\$10,534
Joseph N. Wharton	\$243	37.0	\$8,973
John Guzzardo	\$188	41.2	\$7,725
Nick D. Campanario	\$233	33.1	\$7,697
Nathan L. Stuart	\$220	33.7	\$7,414
John P. Furfano	\$385	13.8	\$5,314
Marian P. Wexler	\$385	7.9	\$3,042
Kenneth Berlin	\$385	5.9	\$2,272
Peter A. Atkins	\$418	5.4	\$2,255

³⁰ Skadden's first interim fee application requested fees in the amount of \$290,270, or 3.2% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Haim Zaltzman	\$168	12.8	\$2,145
Courtney E. VanLonkhuyzen	\$188	7.6	\$1,425
Melissa T. Kahn	\$205	6.5	\$1,333
Paraprofessional Total		57.1	\$5,583
Total		1,312.3	\$376,303 (3.3%)
Voluntary fee accommodation excluded from total:			\$445,322³¹

H. Asset Dispositions (General)

88. The Debtors have stated that to achieve the necessary cost savings and operational effectiveness envisioned in their transformation plans, a substantial segment of Delphi's U.S. business operations will need to be divested, consolidated, or wound-down through the chapter 11 process. During the Application Period, Skadden allocated significant resources advising the Debtors with respect to various contemplated divestitures of significant assets.

89. Of particular note, during the Application Period, Skadden advised the Debtors with respect to the resolution of post-closing matters in relation to the Company's 2005 prepetition sale of its global battery business to Johnson Controls, Inc. ("JCI"). Specifically, Skadden assisted the Debtors with the disposition of the Company's money-losing battery manufacturing facility in New Brunswick, New Jersey and the planned transition to JCI of battery production out of the Fitzgerald, Georgia facility. The Company was unable to sell the New Brunswick facility in 2005 because of a "no-sale" clause in the collective bargaining agreement between the Company and the IUE-CWA, the union representing the hourly employees at the New Brunswick facility, requiring the IUE-CWA's consent to sell that facility. Because JCI could not fill existing customer needs with its own manufacturing facilities, the Company agreed to keep operating the Fitzgerald and New Brunswick facilities to sell batteries exclusively to JCI. At the

³¹ Prior to taking a 50% reduction to the guideline hourly rates, Skadden eliminated approximately 110.1 hours of billable time during the Application Period as an additional accommodation to the Debtors.

time of the Application Period, the New Brunswick facility was losing approximately \$3 million per month and the Fitzgerald facility was losing approximately \$2 million per month.

90. Accordingly, the Debtors sought, with Skadden's assistance, the expeditious disposition of these facilities to stem these losses. In particular, Skadden worked with the Debtors to negotiate a transfer agreement with JCI and to file a motion to obtain this Court's approval of such agreement, which provided for (a) the sale of the New Brunswick facility to JCI, (b) the continued supply of batteries as well as the orderly transition of production to JCI from the Fitzgerald facility, (c) the implementation of an attrition plan with the IUE-CWA providing for a reduction to encourage the consensual separation of approximately 200 of the facility's 300 hourly employees, (d) the payment of \$12.5 million from JCI to mitigate a majority of the costs of that attrition plan, and (e) the IUE-CWA's waiver of the no-sale clause and certain neutrality obligations with respect to the New Brunswick facility.

91. In addition to stemming losses from two money-losing facilities, this postpetition transfer agreement also allocated risks and obligations from those two plants in a manner that benefits the Debtors, provided for a "soft landing" for the hourly employees at the New Brunswick facility, and telegraphed the Debtors' intent to manage environmental liabilities at the New Brunswick facility. Finally, this transfer agreement facilitated the payment of economic support from GM to Delphi pursuant to a separate agreement between the parties executed in connection with the 2005 sale of the global battery business, under the terms of which GM agreed, upon the sale of the New Brunswick facility to JCI, to provide financial support for the Company to transform its U.S. battery plant operations to be more efficient and competitive.

92. In addition, during the Application Period, Skadden assisted the Debtors in preparing for their first sale of assets in chapter 11 through an auction process. In connection with

the sale of the assets of MobileAria, Inc. ("MobileAria"), an Affiliate Debtor, during the Application Period, Skadden worked closely with DLA Piper Rudnick Gray Cary US LLP, MobileAria's outside corporate counsel, and Pagemill Partners, LLC, MobileAria's investment banker, to advise MobileAria with respect to the various bankruptcy considerations at issue in connection with the sale. Specifically, Skadden analyzed various bidding procedures used in different cases, began drafting pleadings requesting authority to facilitate the sale and other documents in furtherance of this transaction, including proposed bidding procedures and notices of assumption and/or assignment and cure, analyzed the bids submitted by interested parties, reviewed and revised the proposed form of asset sale agreement distributed to bidders, and advised the client with respect to the sale process and reaching an agreement with a stalking horse bidder.³² Finally, with the assistance of its advisors, the Debtors have begun the process of identifying additional assets that may be subject to divestiture, consolidation, or wind-down.

93. In connection with the foregoing services, Skadden expended 701.7 hours during the Application Period for which Skadden seeks compensation of \$375,042.³³ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit

³² On May 6, 2006, MobileAria filed a Motion For Orders Under 11 U.S.C. Sections 363 And 365 And Fed. R. Bankr. P. 2002, 6004, 6006, And 9014 (A) Approving (I) Bidding Procedures, (II) Certain Bid Protections, (III) Form And Manner Of Sale Notices, And (IV) Sale Hearing Date And (B) Authorizing And Approving (I) Sale Of Certain Of The Debtors' Assets Comprising Substantially All Assets Of MobileAria, Inc. Free And Clear Of Liens, Claims, And Encumbrances, (II) Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (III) Assumption Of Certain Liabilities (Docket No. 4040). On June 22, 2006, this Court entered Order Under 11 U.S.C. § 105(a) and Fed.R.Bankr.P. 2002 and 9014 Approving (I) Bidding Procedures, (II) Certain Bid Protections, (III) Form and Manner of Sale Notices, and (IV) Setting of a Sale Hearing (Docket No. 4328). The auction for the assets of MobileAria, Inc. was held on July 6, 2006 and the sale hearing was held on July 19, 2006.

³³ Skadden's first interim fee application requested fees in the amount of \$117,199, or 1.3% of the total amount requested in the first interim fee application for this matter.

D-8. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
John K. Lyons	\$695	166.7	\$115,857
Joseph N. Wharton	\$485	182.9	\$88,707
Ron E. Meisler	\$540	128.2	\$69,228
Venera E. Ziegler	\$510	63.3	\$32,283
Randall G. Reese	\$465	34.6	\$16,089
Nathan L. Stuart	\$440	36.4	\$16,016
Marian P. Wexler	\$770	6.8	\$5,236
Dionysios V. Tsiros	\$295	15.8	\$4,661
Allison V. Herriott	\$375	10.7	\$4,013
Lisa B. Diaz	\$295	12.7	\$3,747
Thomas J. Matz	\$560	5.8	\$3,248
Kayalyn A. Marafioti	\$795	3.7	\$2,942
Melissa T. Kahn	\$410	6.5	\$2,665
Haim Zaltzman	\$335	5.6	\$1,876
John (Jack) Wm. Butler, Jr.	\$835	2.2	\$1,838
Sina Toussi	\$540	3.2	\$1,728
M. Janine Jjingo	\$295	4.6	\$1,357
Eric L. Cochran	\$795	1.4	\$1,113
Paraprofessional Total		10.6	\$2,438
Total		701.7	\$375,042 (3.3%)
Voluntary fee accommodation excluded from total:			\$18,137

I. Employee Matters (General)

94. As of the Petition Dates, the Company employed approximately 180,000 employees worldwide, of which 50,600 were employees in the United States at approximately 44 manufacturing sites, 13 technical centers, and Delphi's Troy, Michigan headquarters.

Approximately 34,750 of the Debtors' U.S. employees were hourly employees as of the Petition Dates, and 96% of these are union-represented. Outside the United States, as of the same date, the

Company's foreign entities employed more than 134,000 people on the Petition Dates, supporting 120 manufacturing sites and 20 technical centers in nearly 40 countries around the globe.

95. During these Reorganization Cases, the Debtors anticipate restructuring the compensation programs of all of their employees to market-competitive levels. Among other human capital programs, Skadden, along with other advisors to the Debtors, advised the Debtors in connection with the Debtors' reassessment of the employment proposition that the Company could offer its executive workforce in light of current U.S. and marketplace economic realities. The result of this evaluation led to Skadden's drafting, prior to the Application Period, of a motion (the "KECP Motion") to implement a key employee compensation program ("KECP") based on recommendations made by the Debtors' outside compensation consultant as adopted by the Compensation Committee of Delphi's Board of Directors. The KECP Motion was objected to by 11 parties: the Creditors' Committee, the U.S. Trustee, five unions, the PBGC, the agent under the Debtors' prepetition credit facility, the indenture trustee to Delphi's senior unsecured securities, and "the Court-appointed Lead Plaintiffs" in the consolidated securities class action entitled In re Delphi Corp. Securities Litigation, Master File No. 1:05-CV-2637 (NRB) (S.D.N.Y. 2005) (the "Lead Plaintiffs") (collectively, the "KECP Objectors"). Prior to the Application Period, Skadden served discovery on many of the KECP Objectors, and some KECP Objectors served discovery of their own on the Debtors. In response to the parties' various pre-hearing discovery requests, both prior and during the Application Period Skadden reviewed and produced more than 5,000 pages of documents related to the KECP. In addition, during the Application Period, Skadden took the depositions of witnesses from various union objectors. On February 10, 2006, the Bankruptcy Court conducted an evidentiary hearing on the Debtors' request to restore a limited portion of the at-risk compensation opportunities available to the Debtors' executives prepetition by

implementing a short-term annual incentive program ("AIP") for the first six months of 2006. On February 17, 2006 the Court approved the AIP proposed by the Debtors (Docket No. 2441).³⁴

96. In addition, as part of the Debtors' organizational restructuring, the fourth element of its transformation plan, the Debtors expect to reduce their global salaried workforce by as many as 8,500 employees as a result of portfolio and product realizations and initiatives adopted following an analysis of the Debtors' SG&A cost savings opportunities. On May 30, 2006 the Debtors, with the assistance of Skadden, obtained Court approval to enter into two agreements with Booz Allen Hamilton Inc. to provide ongoing support for the Debtors' SG&A expenses and organizational transformation (Docket No. 3952).

97. In connection with the foregoing services, Skadden expended 679.4 hours during the Application Period for which Skadden seeks compensation of \$359,097.³⁵ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-9. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Neil MacDonald	\$540	139.6	\$75,384
David E. Springer	\$755	93.1	\$70,291
Brian M. Fern	\$485	136.7	\$66,300
Nick D. Campanario	\$465	106.5	\$49,523
John (Jack) Wm. Butler, Jr.	\$835	40.6	\$33,902
Kayalyn A. Marafioti	\$795	18.5	\$14,708
Allison V. Herriott	\$375	34.6	\$12,976
Thomas J. Matz	\$560	15.9	\$8,904

³⁴ Subsequent to the Application Period, at the July 19, 2006 Omnibus Hearing, the Court approved the Debtors' request to (a) continue the AIP and fix second half 2006 AIP targets and (b) further adjourn the KECF emergence incentive program hearing to October 19, 2006.

³⁵ Skadden's first interim fee application requested fees in the amount of \$879,786, or 9.6% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Ronald D. Kohut	\$410	12.0	\$4,920
Ron E. Meisler	\$540	8.1	\$4,374
John Guzzardo	\$375	9.9	\$3,713
Nathan L. Stuart	\$440	7.1	\$3,124
Neil M. Leff	\$785	3.0	\$2,355
Paraprofessional Total		53.8	\$8,623
Total		679.4	\$359,097 (3.2%)
Voluntary fee accommodation excluded from total:			\$12,860

J. Leases (Real Property)

98. The Debtors are lessors or lessees with respect to approximately 90 leases of real property. Skadden worked closely with the Debtors on matters related to such real property leases including (a) reviewing the Debtors' existing leases, (b) reviewing proposed new leases, (c) preserving the Debtors' right to assume, assume and assign, or reject such leases through an extension of the period within which the Debtors must assume or reject such leases under the Bankruptcy Code, and (d) conducting negotiations, drafting pleadings, and appearing for the Debtors at hearings relating to the rejection or renewal of leases (or entry into new leases) and other matters concerning the disposition of the Debtors' nonresidential real property leases.

99. In addition, during the Application Period, Skadden prepared notices to implement the Debtors' business decisions relating to the disposition of certain leases pursuant to the order entered by this Court approving procedures for the rejection of leases. In particular, the Debtors rejected one lease and entered into or renewed five leases. In addition, the Debtors successfully settled an objection by a landlord, Universal Tool & Engineering Co., Inc., ("UTE") which objected to the Debtors' rejection of an Indianapolis, Indiana lease (Docket No. 3462). Specifically, UTE expressed concerns regarding (a) possible unremediated environmental issues

at the leased site and (b) the abandonment of hazardous and/or burdensome property at the leased premises by the Debtors after April 30, 2006, the proposed effective date of lease rejection.

Although the Debtors prepared to litigate the matter, the Debtors, with Skadden's assistance, were able to consensually resolve the issue without the need for a contested hearing.

100. Finally, the Debtors, with Skadden's assistance, successfully objected to a motion by Cherokee North Kansas City LLC ("Cherokee"), which sought commence the 365(d)(4) deadline with respect to the Missouri lease with Cherokee. Skadden conducted discovery regarding Cherokee's motion during this period, which involved reviewing and producing hundreds of pages of documents in response to Cherokee's document requests, reviewing documents produced by Cherokee, taking the depositions of Cherokee's two witnesses in Kansas City, Missouri and Denver, Colorado, and preparing for and defending the deposition of John D. Sheehan, Delphi's Chief Restructuring Officer, in Troy, Michigan. In preparing for the hearing on the motion, Skadden reviewed potential hearing exhibits, developed lines of questioning for cross-examination of Cherokee's witnesses, and prepared Mr. Sheehan to provide testimony for the Debtors. As a result of these efforts, on April 11, 2006, this Court denied Cherokee's motion (Docket No. 3199).

101. In connection with the foregoing services, Skadden expended 565.4 hours during the Application Period for which Skadden seeks compensation of \$290,834.³⁶ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-10. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

³⁶ Skadden's first interim fee application requested fees in the amount of \$143,190, or 1.6% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Matthew J. Micheli	\$440	177.1	\$77,924
Catherine E. Danz	\$465	137.0	\$63,706
Marian P. Wexler	\$770	66.1	\$50,897
Ron E. Meisler	\$540	39.7	\$21,438
David E. Springer	\$755	25.4	\$19,178
Sina Toussi	\$540	24.9	\$13,446
Melissa T. Kahn	\$410	29.0	\$11,890
John A. Amodeo	\$580	20.0	\$11,600
Nick D. Campanario	\$464	21.8	\$10,123
Kayalyn A. Marafioti	\$795	4.6	\$3,658
Randall G. Reese	\$465	4.8	\$2,232
M. Janine Jjingo	\$295	5.9	\$1,741
John (Jack) Wm. Butler, Jr.	\$835	1.5	\$1,253
Paraprofessional Total		7.6	\$1,748
Total		565.4	\$290,834 (2.6%)
Voluntary fee accommodation excluded from total:			\$8,393

K. Secured Claims

102. Throughout the Application Period, the Debtors, with the assistance of Skadden, continued to work and meet with their prepetition lenders to keep them reasonably informed with respect to these Reorganization Cases.

103. Skadden also devoted time to reconciling requests for setoff under the DIP Financing Order. Paragraph 18 of the DIP Financing Order sets forth comprehensive procedures by which customers and suppliers of the Debtors can exercise and resolve their setoff rights without having to file motions to lift the automatic stay. Accordingly, during the Application Period, the Debtors and their advisors devoted time to analyzing and resolving approximately 75 requests by customers and suppliers who sought to exercise setoff rights under the DIP Financing

Order. In seeking to resolve these setoff claims, Skadden devoted considerable effort to tracking the setoff claims, researching their validity, and ultimately negotiating resolutions of the claims.

104. Skadden also dealt with a number of issues regarding assertion of liens against the Debtors. In particular, on January 16, 2006, four complaints were filed to establish the validity, extent, and priority of liens, three of which were resolved consensually. With regard to the fourth complaint filed by L&W Engineering, Co. and Southtec, LLC, during the Application Period, the Debtors, with the assistance of Skadden, reviewed the allegations, researched the legal issues raised by the complaint, and began drafting an answer. The answer was filed on June 2, 2006, just two days after the end of the Application Period.

105. In connection with the foregoing services, Skadden expended 567.6 hours during the Application Period for which Skadden seeks compensation of \$266,437.³⁷ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-11. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Sina Toussi	\$540	183.8	\$99,252
Venera E. Ziegler	\$510	149.8	\$76,398
Dolores De Elizalde	\$440	67.5	\$29,700
Ron E. Meisler	\$540	21.9	\$11,826
M. Janine Jjingo	\$295	39.7	\$11,712
Haim Zaltzman	\$335	32.4	\$10,856
Lisa B. Diaz	\$295	22.5	\$6,637
Allison V. Herriott	\$375	15.3	\$5,738
Thomas J. Matz	\$560	7.7	\$4,312

³⁷ Skadden's first interim fee application requested fees in the amount of \$236,983, or 2.6% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
John (Jack) Wm. Butler, Jr.	\$835	5.0	\$4,175
Dionysios V. Tsiros	\$295	6.1	\$1,800
John K. Lyons	\$695	2.1	\$1,460
Paraprofessional Total		13.8	\$2,571
Total		567.6	\$266,437 (2.4%)
Voluntary fee accommodation excluded from total:			\$9,305

L. General Corporate Advice

106. During the Application Period, Skadden attended meetings of the Delphi's Board of Directors which required, among other things, working with the Debtors' various professionals and the Debtors' senior management to prepare detailed materials for distribution and discussion. In connection with these meetings and in the course of the Debtors' daily operations, in addition to general restructuring advice, Skadden devoted a significant amount of time advising the Debtors' management and Board of Directors on other general corporate governance matters as it relates to the reorganization.

107. Also during the Application Period, Skadden advised the Debtors in connection with the preparation of the Debtors' regulatory filings with the Securities and Exchange Commission ("SEC"), including the Debtors' Form 8-Ks, which are issued in connection with disclosure issues on matters such as material agreements, financial matters, and the Debtors' monthly operating reports, as well as in connection with internal and external communication matters. In addition, during the Application Period, Skadden assisted the Debtors in reviewing and revising the Form 10-K for the year ended December 31, 2005, which was filed on July 11, 2006.

108. In connection with the foregoing services, Skadden expended 373.9 hours during the Application Period for which Skadden seeks compensation of \$249,312.³⁸ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-12. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Eric L. Cochran	\$795	90.7	\$72,108
John (Jack) Wm. Butler, Jr.	\$835	80.6	\$67,302
Sina Toussi	\$540	39.5	\$21,330
Marie L. Gibson	\$555	37.1	\$20,574
Ron E. Meisler	\$540	26.2	\$14,148
Kayalyn A. Marafioti	\$795	14.7	\$11,687
Peter A. Atkins	\$835	10.8	\$9,018
Gregory O. Ogunsanya	\$440	10.6	\$4,664
Peter Olasky	\$375	12.4	\$4,650
Randall G. Reese	\$465	8.7	\$4,046
Neil M. Leff	\$785	4.3	\$3,376
Lawrence D. Frishman	\$755	4.3	\$3,247
Louis D. Wilson	\$510	5.2	\$2,652
Brian M. Fern	\$485	5.2	\$2,522
Nathan L. Stuart	\$440	4.2	\$1,848
Marian P. Wexler	\$770	2.3	\$1,771
Allison V. Herriott	\$375	3.0	\$1,126
Paraprofessional Total		14.1	\$3,243
Total		373.9	\$249,312 (2.2%)
Voluntary fee accommodation excluded from total:			\$18,759

³⁸ Skadden's first interim fee application requested fees in the amount of \$340,687, or 3.7% of the total amount requested in the first interim fee application for this matter.

M. Global Subsidiaries (Non-U.S.)

109. During the Application Period, Skadden devoted time advising the Company on matters relating to its non-U.S. global subsidiaries including divestitures, commercial and corporate transactions, and cash management matters that have arisen in the Company's overseas operations.

110. For example, Skadden gave detailed advice regarding the sale of Shanghai Delco Electronics & Instrumentation Company Ltd. ("SDE"), a Chinese joint venture, to the joint venture partner, which was approved by the Court on March 17, 2006 (Docket No. 2859). Further, Skadden advised on the sale by Delphi Deutschland GmbH of certain of its operations in Germany. This included detailed advice in relation to various intellectual property issues surrounding the sale and assignment by Delphi Technologies, Inc. of certain patents and intellectual property rights to the purchaser. The Debtors, with Skadden's assistance, obtained approval of this sale through the use of the notice procedures set forth in the Order Under 11 U.S.C. § 363 Approving Procedures To Sell Certain De Minimis Assets Free And Clear Of Liens, Claims, And Encumbrances And To Pay Market Rate Broker Commissions In Connection With Such Sales Without Further Court Approval entered by this Court on October 27, 2005 (Docket No. 766). Finally, during the Application Period, Skadden advised the Debtors in relation to proposed strategic arrangements aimed at increasing and streamlining the Debtors' market share in certain of its global businesses.

111. Furthermore, during the Application Period, Skadden and the Debtors engaged in analyses regarding many discrete issues involving their global subsidiaries. For example, Skadden and the Debtors analyzed setoff global issues including setoffs between non-U.S. global subsidiaries and international suppliers. Finally, Skadden advised the Debtors regarding ongoing U.K. pension issues related to a branch office owned by an Affiliate Debtor.

112. In connection with the foregoing services, Skadden expended 337.4 hours during the Application Period for which Skadden seeks compensation of \$205,234.³⁹ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-13. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
N. Lynn Hiestand	\$835	97.6	\$81,497
Christian Pilkington	\$540	112.6	\$60,804
Venera E. Ziegler	\$510	40.8	\$20,808
Sina Toussi	\$540	27.8	\$15,012
Allison V. Herriott	\$375	31.0	\$11,625
Ron E. Meisler	\$540	14.0	\$7,560
Kayalyn A. Marafioti	\$795	4.8	\$3,816
Nathan L. Stuart	\$440	6.8	\$2,992
Thomas J. Matz	\$560	2.0	\$1,120
Total		337.4	\$205,234 (1.8%)
Voluntary fee accommodation excluded from total:			\$15,441

N. Business Operations/Strategic Planning

113. This particular matter is comprised of time incurred by Skadden in working with the Debtors' senior management, investment bankers, financial advisors, and other business and legal advisors in considering restructuring strategies and initiatives. Among other matters, senior Skadden lawyers, including Mr. Butler, are expected to participate in weekly meetings at the company including Delphi Transformation Committee meetings. Skadden also participated in numerous strategy sessions, meetings, and calls to consider such major case issues as the Debtors' development of (a) their transformation plan, which they announced publicly on a March 31, 2006,

³⁹ Skadden's first interim fee application requested fees in the amount of \$330,534, or 3.6% of the total amount requested in the first interim fee application for this matter.

(b) a comprehensive, go-forward and a 2006-10 restructuring business plan, and (c) various scenarios, considerations, and ramifications regarding the Reorganization Cases. Furthermore, Skadden assisted the Debtors with respect to operational issues as they related to these Reorganization Cases, including, without limitation, conducting negotiations with the Creditors' Committee, as well as analyzing certain proposed strategic intercompany transactions. Skadden also worked with the Debtors' in-house attorneys and key business personnel to explain certain common issues that arise in many chapter 11 cases.

114. During the Application Period, Skadden also assisted the Debtors in drafting a motion to allow Delphi Automotive Systems LLC ("DAS LLC") to make outstanding, current, and future equity investments in its joint venture (and Affiliate Debtor) Delphi Furukawa Wiring Systems LLC ("DFWS") and to approve notice procedures by which DAS LLC may contribute additional capital to DFWS without further court approval. These capital contributions will allow the Debtors to maintain an important customer relationship that is expected to result in positive benefits to the estate over the next decade. This Court approved the motion on March 17, 2006 (Docket No. 2858).

115. In connection with the foregoing services, Skadden expended 264.7 hours during the Application Period for which Skadden seeks compensation of \$192,132.⁴⁰ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-14. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

⁴⁰ Skadden's first interim fee application requested fees in the amount of \$258,753, or 2.8% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
John (Jack) Wm. Butler, Jr.	\$835	105.9	\$88,427
Eric L. Cochran	\$795	45.9	\$36,491
Kayalyn A. Marafioti	\$795	29.9	\$23,772
Ron E. Meisler	\$540	26.3	\$14,202
Thomas J. Matz	\$560	17.5	\$9,800
John K. Lyons	\$695	6.7	\$4,657
Allison V. Herriott	\$375	10.4	\$3,900
David E. Springer	\$755	4.5	\$3,398
Nathan L. Stuart	\$440	4.1	\$1,804
Marie L. Gibson	\$585	2.8	\$1,638
Randall G. Reese	\$465	3.3	\$1,535
Sina Toussi	\$540	2.6	\$1,404
Paraprofessional Total		4.8	\$1,104
Total		264.7	\$192,132 (1.7%)
Voluntary fee accommodation excluded from total:			\$6,795

O. Utilities

116. As of the Petition Dates, the Debtors obtained utility service from approximately 162 utilities nationwide. Together, the utilities provide service to the Debtors under approximately 850 separate billing accounts. Prior to this Application Period, Skadden obtained from this Court, on behalf of the Debtors, entry of an interim order and a final order (the "Final Utilities Order") prohibiting the utilities from disconnecting service and establishing global procedures for addressing adequate assurance demands which, among other things, allowed the Debtors a reasonable period of time to respond to such demands without the threat that service would be terminated prematurely.

117. During the Application Period, Skadden have advised the Debtors as to the proration of bills to distinguish between prepetition claims and the Debtors' postpetition payment obligations. Skadden has also fielded and responded to telephone calls, e-mail messages, notices,

and other written correspondence from utilities and landlords in relation to alleged postpetition delinquencies. Skadden has responded to a myriad of shut-off notices, service discontinuations, notices of lien, and other enforcement mechanisms in contravention of the Final Utilities Order and successfully prevented utility service from being interrupted.

118. During the Application Period, Skadden also spent time drafting and successfully prosecuting the Debtors' Motion for Order under 11 U.S.C. §§ 362, 363, and 365 Authorizing Debtors To (I) Obtain Significant Improvement In Energy Costs By Modifying Agreements With Lockport Energy Associates L.P. ("Lockport") And New York State Electric And Gas Corporation, (II) Assume Modified Agreement With Lockport Energy Associates L.P., And (III) Consent To Relief From Automatic Stay For Limited Purpose Of Allowing Lockport Energy Associates L.P. To Record Modified Easements, which the Debtors believe will result in significant ongoing cost savings at the affected locations (Docket No. 2444).⁴¹ Indeed, as a result of these efforts, the Debtors anticipate approximately \$13.5 million in cost savings for the Debtors and Lockport has agreed to share certain profits with the Debtors, which is estimated to be \$6 million.

119. In connection with the foregoing services, Skadden expended 379.3 hours during the Application Period for which Skadden seeks compensation of \$192,060.⁴² Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-15. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

⁴¹ The Court entered the order on March 17, 2006 (Docket No. 2856).

⁴² Skadden's first interim fee application requested fees in the amount of \$295,549, or 3.2% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Venera E. Ziegler	\$510	349.1	\$178,041
Haim Zaltzman	\$335	18.5	\$6,198
Kayalyn A. Marafioti	\$795	5.4	\$4,293
Thomas J. Matz	\$560	6.3	\$3,528
Total		379.3	\$192,060 (1.7%)
Voluntary fee accommodation excluded from total:			\$2,838

P. Retention/Fee Matters (SASM&F)

120. Skadden is one of the largest law firms in the world, with more than 1,700 attorneys located in 22 offices in 11 countries. Because of the number of the Debtors' business relationships and the number of Skadden's business clients, Skadden has been required to spend significant time after the commencement of the Reorganization Cases with respect to retention and fee issues. In particular, Skadden conducted an extensive relationship and disclosure search in connection with being retained as Debtors' counsel. After such retention and during the Application Period, Skadden supplemented its search results through distribution of a questionnaire to the firm's professionals worldwide. In addition, as new parties have become involved in aspects of these cases, Skadden has conducted supplementary disclosure searches. Finally, pursuant to the requirements of the Interim Compensation Order, Skadden has prepared detailed monthly compensation packages for distribution in accordance with the established procedures.

121. In connection with the foregoing services, Skadden expended 465.2 hours during the Application Period for which Skadden seeks compensation of \$191,088.⁴³ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit

⁴³ Skadden's first interim fee application requested fees in the amount of \$58,023, or 0.6% of the total amount requested in the first interim fee application for this matter.

D-16. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Allison V. Herriott	\$375	94.0	\$35,252
Lisa B. Diaz	\$295	87.8	\$25,901
Ron E. Meisler	\$540	41.6	\$22,464
John (Jack) Wm. Butler, Jr.	\$835	25.9	\$21,627
Haim Zaltzman	\$335	55.8	\$18,694
Joseph N. Wharton	\$485	31.1	\$15,084
Dolores De Elizalde	\$440	25.7	\$11,308
Michael W. Perl	\$375	28.9	\$10,838
Sina Toussi	\$540	9.3	\$5,022
Daniel P. Phillips	\$540	6.2	\$3,348
Kayalyn A. Marafioti	\$795	4.2	\$3,339
Thomas J. Matz	\$560	4.9	\$2,744
Randall G. Reese	\$465	5.6	\$2,604
Louis D. Wilson	\$510	3.8	\$1,938
Brian M. Fern	\$485	3.5	\$1,698
Matthew J. Micheli	\$440	3.6	\$1,584
Eric B. Sensenbrenner	\$560	2.6	\$1,456
Nathan L. Stuart	\$440	3.2	\$1,408
Paraprofessional Total		27.5	\$4,779
Total		465.2	\$191,088 (1.7%)
Voluntary fee accommodation excluded from total:			\$39,923

Q. Claims Administration (General)

122. Given the number of lenders, vendors, employees, litigation claimants, stockholders, and other parties in interest in these cases, matters pertaining to claims filing, review, and administration the Debtors, Skadden, and a number of other professionals throughout these Reorganization Cases, have allocated resources to prepare for the review and reconciliation of

these claims. Throughout the Application Period, Skadden has responded to various inquiries from potential claimants.

123. During the Application Period, Skadden prepared a motion for entry of an order setting the claims bar date, and also oversaw preparation of the notices and customized proof of claim forms to be used in these cases. Skadden also advised the Debtors on the scope of mail and publication notice and responded to inquiries regarding claims and proofs of claim processes on the Delphi legal hotline. As a result of these efforts, on April 12, 2006, this Court entered an order setting the bar date for July 31, 2006 (Docket No. 3206). Skadden worked closely with the Debtors and their claims and notice agent in overseeing the dissemination of proof of claim forms and bar date notices to over 580,000 parties.

124. In connection with the foregoing services, Skadden expended 338.3 hours during the Application Period for which Skadden seeks compensation of \$151,245.⁴⁴ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-17. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Randall G. Reese	\$465	86.2	\$40,084
John K. Lyons	\$695	40.7	\$28,288
Allison V. Herriott	\$375	43.8	\$16,426
Haim Zaltzman	\$335	48.9	\$16,382
Thomas J. Matz	\$560	17.9	\$10,024
Kayalyn A. Marafioti	\$795	10.8	\$8,587
Ron E. Meisler	\$540	13.3	\$7,182
Brian M. Fern	\$485	14.8	\$7,178
Lisa B. Diaz	\$295	15.5	\$4,573

⁴⁴ Skadden's first interim fee application requested fees in the amount of \$31,974, or 0.3% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
John (Jack) Wm. Butler, Jr.	\$835	4.1	\$3,424
Paraprofessional Total		42.3	\$9,097
Total		338.3	\$151,245 (1.3%)
Voluntary fee accommodation excluded from total:			\$6,656

R. Claims Administration (Reclamation/Trust Funds)

125. Given the exceptionally large number of suppliers and shipments that the Debtors receive on a continuous basis, it was inevitable that the Debtors would receive a substantial number of reclamation demands in the very early stages of these Reorganization Cases. Due to the tremendous volume of reclamation demands received by the Debtors since the commencement of these cases, on January 6, 2006, the Court granted the Debtors, through the assistance of Skadden, a 45-day extension of the deadline for the Debtors to reconcile all reclamation claims to and including February 21, 2006 (Docket No. 1747).⁴⁵

126. To facilitate the review process of these 855 reclamation demands, which required the Debtors to respond to all reclamation demands within 135 days, Skadden worked with the Debtors and their business advisors to develop a comprehensive process for responding to all such reclamation demands, evaluating any disagreements, and reaching agreed reclamation claim amounts. In implementing this process, Skadden reviewed hundreds of reclamation claims and drafted a significant amount of correspondence, including reclamation response statements and settlement letters.

127. These efforts required substantial assistance from Skadden in advising the Debtors regarding their legal obligations under the reclamation procedures, including, for instance,

⁴⁵ Indeed, the Debtors received thousands of reclamation demands, including duplicate demands. Skadden worked closely with the Debtors and their business advisors in reviewing many of these demands and eliminating scores of duplicate claims. As a result, the Debtors, with the assistance of Skadden, identified roughly 855 non-duplicate reclamation demands containing nearly 100,000 lines of data, with a total face amount of more than \$285 million.

evaluating foreign supplier claims and analyzing demands covering various types of inventory. In addition, Skadden corresponded with numerous claimants and worked with the Debtors and their financial advisors to design training materials and process protocols for on-going negotiations with suppliers.

128. Reclamation response statements were sent to all 855 claimants on February 21, 2006. These statements, representing the results of many hours of review of invoices and billing records, identified total reclamation claims of approximately \$17.5 million. As a result of almost continual negotiations with reclamation claimants since the Petition Date, over 685 of the original 855 non-duplicate claims are now resolved, subject to reservations of further defenses.

129. In connection with the foregoing services, Skadden expended 351.6 hours during the Application Period for which Skadden seeks compensation of \$142,265.⁴⁶ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-18. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Matthew J. Micheli	\$440	196.0	\$86,240
Joseph N. Wharton	\$485	56.2	\$27,257
John K. Lyons	\$695	11.1	\$7,715
Ron E. Meisler	\$540	2.4	\$1,296
Paraprofessional Total		85.9	\$19,757
Total		351.6	\$142,265 (1.3%)
Voluntary fee accommodation excluded from total:			\$16,319

⁴⁶ Skadden's first interim fee application requested fees in the amount of \$134,926, or 1.5% of the total amount requested in the first interim fee application for this matter.

S. Automatic Stay (Relief Actions)

130. As of the Petition Dates, the Debtors were parties to more than two hundred active and threatened lawsuits. Although the automatic stay set forth in section 362 of the Bankruptcy Code prohibits parties from pursuing these types of claims during the Reorganization Cases, the Debtors have received numerous requests, including 43 motions, since the Petition Dates seeking modification of the stay to allow the claimants to proceed against the Debtors in non-bankruptcy fora. During the Application Period, fourteen motions requesting modification of the automatic stay were filed. Skadden worked with the Debtors' legal department and other of the Debtors' employees to reach a consensual resolution in response to many of the modification or relief requests. In certain cases, however, the Debtors and the movant were unable to resolve their differences and on those occasions, Skadden (and in certain instances Togut, Segal & Segal LLP in lieu of Skadden) drafted objections to these lift stay motions. In addition, during the Application Period Skadden worked closely with the Debtors to begin developing procedures for modifying the automatic stay.

131. In connection with the foregoing services, Skadden expended 304.0 hours during the Application Period for which Skadden seeks compensation of \$140,233.⁴⁷ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-19. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Brian M. Fern	\$485	144.9	\$70,277
Matthew J. Micheli	\$440	53.0	\$23,320
Ron E. Meisler	\$540	37.4	\$20,196

⁴⁷ Skadden's first interim fee application requested fees in the amount of \$64,079, or 0.7% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Lisa B. Diaz	\$295	37.8	\$11,151
Kayalyn A. Marafioti	\$795	10.1	\$8,030
Thomas J. Matz	\$560	7.5	\$4,200
Paraprofessional Total		13.3	\$3,059
Total		304.0	\$140,233 (1.2%)
Voluntary fee accommodation excluded from total:			\$8,424

T. Environmental Matters

132. Skadden assisted the Debtors in their efforts to comply with environmental law while also complying with the requirements of the Bankruptcy Code. Analysis of Debtors' potential environmental liabilities raises particularly complex factual issues because, among other reasons, a large portion of those liabilities arise from actions or operations that took place before the Debtors' separation from GM. As a result, research of many legal issues was required.

133. In addition, Skadden assisted the Debtors with analysis of contractor claims and the imposition of mechanics' liens with respect to potential environmental liabilities, review of notices of violations and orders received from regulatory agencies, review of environmental conditions associated with Debtors' properties in certain states, and developing provisions for resolving potential environmental liabilities in connection with potential property sales and lease rejections. Finally, Skadden advised the Debtors in connection with a proposed settlement with the state of New Jersey's environmental agency for environmental remediation at the Debtors' battery manufacturing facility in New Brunswick, New Jersey, which the Debtors sold to JCI pursuant to a Transfer Agreement dated May 26, 2006.

134. In connection with the foregoing services, Skadden expended 201.2 hours during the Application Period for which Skadden seeks compensation of \$140,142.⁴⁸ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-20. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Kenneth Berlin	\$770	88.6	\$68,222
Marian P. Wexler	\$770	37.2	\$28,644
John A. Amodeo	\$580	35.2	\$20,416
Jerry L. Jackson	\$580	28.8	\$16,704
Sina Toussi	\$540	7.1	\$3,834
Ron E. Meisler	\$540	4.3	\$2,322
Total		201.2	\$140,142 (1.2%)
Voluntary fee accommodation excluded from total:			\$5,849

U. Litigation (Insurance Recovery)

135. During the Application Period, Skadden was required to devote resources to various litigation matters. In particular, on April 18, 2006, Skadden assisted the Debtors in obtaining Court approval of the Debtors' Motion For Approval Of Joint Interest Agreement Between Debtors And Official Committee of Unsecured Creditors, Implementation Of Protective Order, And Approval Of Procedures To Protect Information In Fee Statements related to certain investigations by the Debtors and third parties (Docket No. 3279). The Joint Interest Agreement between the Debtors and the Creditors' Committee allows the Debtors to share certain confidential, and sometimes privileged, information with the Creditors' Committee regarding investigations, including (a) the internal review conducted by the Audit Committee of Delphi's Board of

⁴⁸ Skadden's first interim fee application requested fees in the amount of \$163,396, or 1.8% of the total amount requested in the first interim fee application for this matter.

Directors, (b) the formal ongoing investigations by several governmental agencies, (c) the Company's restatement of earnings for fiscal years 2001 through 2003, (d) the subject matter related to the commencement of certain class actions, including, without limitation, actions brought under the Employee Retirement Income Security Act ("ERISA") and various securities actions, and (e) the review by a special committee of Delphi's Board of Directors of certain shareholder derivative demands and related actions (collectively, the "Investigations"). With Skadden's assistance, pursuant to the Motion, the Debtors also received approval for fee procedures to protect the confidential time detail that discloses work conducted by the professionals working on matters related to the Investigations.

136. In addition, the Debtors with the assistance of Skadden entered into a stipulation and order regarding a motion filed for class certification related to a ERISA litigation pending against Delphi Corporation and others.

137. In connection with the foregoing services, Skadden expended 208.1 hours during the Application Period for which Skadden seeks compensation of \$105,009.⁴⁹ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-21. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Nathan L. Stuart	\$440	77.0	\$33,880
Ron E. Meisler	\$540	36.6	\$19,764
John (Jack) Wm. Butler, Jr.	\$835	12.0	\$10,021
Brian M. Fern	\$485	16.4	\$7,955
David E. Springer	\$755	9.4	\$7,097
Venera E. Ziegler	\$510	13.5	\$6,885

⁴⁹ Skadden's first interim fee application requested fees in the amount of \$103,530, or 1.1% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Neil MacDonald	\$540	12.0	\$6,480
Lisa B. Diaz	\$295	19.6	\$5,782
Kayalyn A. Marafioti	\$795	4.8	\$3,817
Matthew J. Micheli	\$440	4.0	\$1,760
Thomas J. Matz	\$560	2.8	\$1,568
Total		208.1	\$105,009 (0.9%)
Voluntary fee accommodation excluded from total:			\$1,707

Matters Under \$100,000

V. Tax Matters

138. In January 2006, this Court entered an order that established certain restrictions on the trading of equity in Delphi or claims against the Debtors to preserve substantial tax attributes of the Debtors that could provide potential future tax savings for the Debtors well in excess of \$1 billion (the "Final Trading Order"). A significant portion of Skadden's work on tax matters during the Application Period related to analyzing filings with the Court and the SEC by equity holders and claim holders to ensure compliance with the Final Trading Order as well as assisting the company in connection with its evaluation of its tax attributes and their preservation pursuant to the Final Trading Order.

139. On March 7, 2006 the PBGC filed liens in excess of \$250 million on non-U.S. affiliates of the Debtors pursuant to section 412(n) of the Internal Revenue Code because the Debtors failed to make the minimum funding payments for its defined pension plans. Skadden researched the PBGC's ability to file such liens and the likely affect of such filings. Additionally, throughout the Application Period, Skadden devoted substantial time to assisting the Debtors in handling the various tax issues that arose as part of the Reorganization Cases, including analysis

regarding the application of the Bankruptcy Code and this Court's orders to federal, state, and local tax laws and employment tax issues.

140. In connection with the foregoing services, Skadden expended 145.7 hours during the Application Period for which Skadden seeks compensation of \$82,775.⁵⁰ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-22. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Daniel P. Phillips	\$540	84.1	\$45,414
Eric B. Sensenbrenner	\$560	18.5	\$10,360
Cliff Gross	\$770	13.4	\$10,318
Venera E. Ziegler	\$510	16.0	\$8,160
Kayalyn A. Marafioti	\$795	5.9	\$4,691
Thomas J. Matz	\$560	4.9	\$2,744
Allison V. Herriott	\$375	2.9	\$1,088
Total		145.7	\$82,775 (0.7%)
Voluntary fee accommodation excluded from total:			\$19,044

W. Intellectual Property

141. Throughout the Application Period, Skadden provided legal advice regarding bankruptcy-related issues affecting the Debtors' intellectual property – particularly patents and licenses. In particular, Skadden spent time analyzing the potential sale of certain of the Debtors' intellectual property. Also, on May 30, 2006, this Court entered an order authorizing and approving certain licensing agreements between certain of the Debtors and Denso Corporation, which settled a patent infringement lawsuit between the parties (Docket No. 3950).

⁵⁰ Skadden's first interim fee application requested fees in the amount of \$932,086, or 10.1% of the total amount requested in the first interim fee application for this matter.

142. In connection with the foregoing services, Skadden expended 126.6 hours during the Application Period for which Skadden seeks compensation of \$65,656.⁵¹ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-23. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Venera E. Ziegler	\$510	66.6	\$33,966
Sina Toussi	\$540	17.5	\$9,450
Joseph N. Wharton	\$485	12.2	\$5,917
Ron E. Meisler	\$540	9.4	\$5,076
Thomas J. Matz	\$560	8.6	\$4,816
Kayalyn A. Marafioti	\$795	4.2	\$3,339
Dolores De Elizalde	\$440	3.6	\$1,584
Haim Zaltzman	\$335	4.5	\$1,508
Total		126.6	\$65,656 (0.6%)
Voluntary fee accommodation excluded from total:			\$23,441

X. Employee Matters (Pension)

143. Skadden assisted the Debtors during the Application Period in connection with bankruptcy and restructuring matters related to the Debtors' seven defined benefit pension plans covered by termination insurance programs administered by the PBGC. Among other things, during the Application Period, Skadden communicated with the PBGC regarding pension matters and analyzed the impact of the Debtors' chapter 11 filings on the pension plans.

144. In connection with the foregoing services, Skadden expended 98.7 hours during the Application Period for which Skadden seeks compensation of \$58,190.⁵² Detailed time

⁵¹ Skadden's first interim fee application requested fees in the amount of \$22,186, or 0.2% of the total amount requested in the first interim fee application for this matter.

⁵² Skadden's first interim fee application did not request any compensation for this matter.

entries of each Skadden professional related to these services are attached hereto as Exhibit D-24.

A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Venera E. Ziegler	\$510	61.5	\$31,365
Kayalyn A. Marafioti	\$795	21.4	\$17,014
Thomas J. Matz	\$560	9.2	\$5,152
N. Lynn Hiestand	\$835	2.5	\$2,088
Ron E. Meisler	\$540	2.7	\$1,458
Eric L. Cochran	\$795	1.4	\$1,113
Total		98.7	\$58,190 (0.5%)
Voluntary fee accommodation excluded from total:			\$11,781

Y. Real Estate (Owned)

145. Skadden assisted the Debtors in undertaking a comprehensive review of the Debtors' owned real estate. Indeed, Skadden worked closely with employees of the Debtors in coordinating matters related to Debtors' owned real estate, including (a) resolving claims related to real property issues including mechanic's liens, (b) advising the Debtors on selling de minimis real estate parcels and the disposition of real estate assets generally, and (c) analyzing tax issues. These issues required numerous meetings with the Debtors' real estate and facilities personnel.

146. In connection with the foregoing services, Skadden expended 73.7 hours during the Application Period for which Skadden seeks compensation of \$44,502.⁵³ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-25.

A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

⁵³ Skadden's first interim fee application requested fees in the amount of \$63,413, or 0.7% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Marian P. Wexler	\$770	37.4	\$28,798
Catherine E. Danz	\$465	25.2	\$11,719
Lisa B. Diaz	\$295	8.2	\$2,419
Ron E. Meisler	\$540	2.9	\$1,566
Total		73.7	\$44,502 (0.4%)
Voluntary fee accommodation excluded from total:			\$765

Z. Executory Contracts (Personalty)

147. The Debtors estimate that, as of the Petition Dates, they were parties to 347,000 scheduled executory contracts and unexpired leases which collectively involve billions of dollars of liabilities. During the Application Period, Skadden worked closely with dozens of internal and external representatives and employees of the Debtors to coordinate the review of various executory contracts and, together with the Debtors' senior management and business advisors, to evaluate contracts and leases for assumption or rejection. To conduct the analysis, Skadden participated in meetings with the Debtors' business personnel regarding appropriate proration of invoices and postpetition payment obligations. Moreover, Skadden participated in numerous meetings and teleconferences with contract counterparties regarding contractual matters, termination notices, and other issues. Also, the Debtors, with the assistance of Skadden, responded to numerous requests from counterparties to compel the assumption or rejection of their contracts.

148. In connection with the foregoing services, Skadden expended 84.4 hours during the Application Period for which Skadden seeks compensation of \$38,078.⁵⁴ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-26.

⁵⁴ Skadden's first interim fee application requested fees in the amount of \$153,055, or 1.7% of the total amount requested in the first interim fee application for this matter.

A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Nathan L. Stuart	\$440	23.1	\$10,164
Joseph N. Wharton	\$485	17.7	\$8,585
Ron E. Meisler	\$540	9.7	\$5,238
Haim Zaltzman	\$335	11.0	\$3,686
Kayalyn A. Marafioti	\$795	3.8	\$3,022
M. Janine Jjingo	\$295	8.5	\$2,508
Allison V. Herriott	\$375	4.4	\$1,650
Thomas J. Matz	\$560	2.9	\$1,624
Brian M. Fern	\$485	3.3	\$1,601
Total		84.4	\$38,078 (0.3%)
Voluntary fee accommodation excluded from total:			\$43,203

AA. Litigation (General)

149. During the Application Period, Skadden was required to devote resources to various litigation matters not within the purview of other billing categories. Much of the activity in this billing category relates to efforts by Skadden to ensure that actions arising out of the everyday operations of the Debtors do not distract the Debtors from their chief goal of successful emergence from chapter 11. These efforts included, among other things, an extension of the Debtors' deadline to remove certain state court actions to this Court (Docket No. 2857), resolution of litigation against the Debtors, and advising the Debtors on the implications of the chapter 11 proceedings on litigation pending in other, non-bankruptcy fora. The Debtors, with Skadden's assistance also successfully obtained Court approval of the Debtors' Motion Authorizing And Approving Stipulations And Settlement Agreements With Certain Defendants in In re Electrical

Carbon Products Antitrust Litigation.⁵⁵ Delphi and thirteen other similarly situated companies (collectively, the "Plaintiffs") entered into a stipulation and settlement agreement with certain of the defendants on February 11, 2006 (the "Settlement"). In general, the Settlement provides that the Plaintiffs will: (a) dismiss the action against the settling defendants and the individual defendants with prejudice and without costs and (b) release and discharge the settling defendants from non-foreign claims arising from the Electrical Carbon Products price-fixing conspiracy. The Debtors' anticipated recovery from the Settlement will likely exceed \$1.1 million, which is nearly three times their last settlement demand.

150. In connection with the foregoing services, Skadden expended 80.6 hours during the Application Period for which Skadden seeks compensation of \$33,598.⁵⁶ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-27. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Haim Zaltzman	\$335	43.3	\$14,507
Sina Toussi	\$540	14.0	\$7,560
Joseph N. Wharton	\$485	8.5	\$4,123
Brian M. Fern	\$485	4.8	\$2,328
Ron E. Meisler	\$540	3.8	\$2,052
Matthew J. Micheli	\$440	3.7	\$1,628
Thomas J. Matz	\$560	2.5	\$1,400
Total		80.6	\$33,598 (0.3%)
Voluntary fee accommodation excluded from total:			\$21,454

⁵⁵ The Court entered the order on May 30, 2006 (Docket No. 3948).

⁵⁶ Skadden's first interim fee application requested fees in the amount of \$21,112, or 0.2% of the total amount requested in the first interim fee application for this matter.

BB. Employee Matters (Retirees/OPEB)

151. Skadden assisted the Debtors during the Application Period in connection with matters related to retiree benefits including preliminary advice regarding potential claims that may be asserted against the Debtors if they are permitted to modify retiree benefits under section 1114 of the Bankruptcy Code.

152. In connection with the foregoing services, Skadden expended 83.0 hours during the Application Period for which Skadden seeks compensation of \$32,138.⁵⁷ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-28. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Lisa B. Diaz	\$295	47.5	\$14,013
Brian M. Fern	\$485	13.6	\$6,596
Melissa T. Kahn	\$410	15.1	\$6,191
Neil M. Leff	\$785	6.8	\$5,338
Total		83.0	\$32,138 (0.3%)
Voluntary fee accommodation excluded from total:			\$3,486

CC. Reports And Schedules

153. The Debtors are required to submit Monthly Operating Reports, which provide detailed information regarding the Debtors' assets, liabilities, and operations on a monthly basis. During the Application Period, Skadden worked with the Debtors' finance and accounting personnel, as well as the Debtors' financial advisors and the U.S. Trustee, to review and file Monthly Operating Reports for the months of January, February, March, and April. Skadden also

⁵⁷ Skadden's first interim fee application requested fees in the amount of \$21,019, or 0.2% of the total amount requested in the first interim fee application for this matter.

worked closely with the Debtors and their financial advisors following the filing of the Debtors Schedules of Assets and Liabilities ("Schedules") and Statements of Financial Affairs ("Statements") to resolve certain discrete issues which resulted in the Debtors' filing of certain amendments to the Schedules and Statements on February 1, 2006 and April 18, 2006. On February 1, 2006, the Debtors filed amendments to Schedule F for certain Debtors to reflect aggregate debits reflected in the Debtors' cross-charge accounts and to identify certain claims related to cross-charge accounts as unliquidated. On April 18, 2006, the Debtors filed further amendments to the Schedules and Statements to update the Schedules to reflect current prepetition balances and to make certain modifications to the Schedules and Statements based upon the Debtors' further review and verification of the information contained therein.

154. In connection with the foregoing services, Skadden expended 54.5 hours during the Application Period for which Skadden seeks compensation of \$22,844.⁵⁸ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-29. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Randall G. Reese	\$465	18.5	\$8,603
Thomas J. Matz	\$560	12.7	\$7,112
Ron E. Meisler	\$540	5.3	\$2,862
Kayalyn A. Marafioti	\$795	1.8	\$1,431
Paraprofessional Total		16.2	\$2,836
Total		54.5	\$22,844 (0.2%)
Voluntary fee accommodation excluded from total:			\$6,509

⁵⁸ Skadden's first interim fee application requested fees in the amount of \$187,152, or 2.0% of the total amount requested in the first interim fee application for this matter.

DD. Financing (DIP And Emergence)

155. Subsequently, during this Application Period, the Debtors entered into the Third Amendment to the Amended and Restated Credit Agreement, dated May 26, 2006, which provides Delphi with additional time to deliver both the audited financial statements for the year ended December 31, 2005 and the quarterly financial statements for the periods ended March 31, 2006 and June 30, 2006.⁵⁹ Although Shearman & Sterling LLP had primary responsibility for documenting the amendments, Skadden provided assistance to the Debtors with respect to reviewing and drafting related documents. During the Application Period, Skadden also periodically advised the Debtors with respect to whether, and in what manner, various issues arising in the Reorganization Cases might be affected by the terms of the DIP facility.

156. In connection with the foregoing services, Skadden expended 28.7 hours during the Application Period for which Skadden seeks compensation of \$20,973.⁶⁰ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-30. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

⁵⁹ On October 28, 2005, the Court granted, on a final basis, the DIP Financing Order (Docket No. 0797), which approved the first amendment to the DIP credit facility, providing the Debtors' access to \$2 billion in DIP financing subject to the terms and conditions set forth in the DIP financing documents, as amended, and an adequate protection package for the lenders to the prepetition credit facilities as well as to those parties asserting rights of setoff against the Debtors. On April 13, 2006 and in accordance with the DIP Financing Order, the Debtors further amended their DIP credit facility by entering into that certain Amended and Restated Revolving Credit, Term Loan and Guaranty Agreement, dated November 21, 2005 (the "Second Amended DIP Facility"). The Second Amended DIP Facility, among other things, adds new lenders to the DIP credit facility, increases the interest rate that was provided under the DIP credit facility, and alters the provisions regarding future amendments.

⁶⁰ Skadden's first interim fee application requested fees in the amount of \$296,608, or 3.2% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Lawrence D. Frishman	\$755	21.9	\$16,536
John (Jack) Wm. Butler, Jr.	\$835	4.1	\$3,424
Allison V. Herriott	\$375	2.7	\$1,013
Total		28.7	\$20,973 (0.2%)
Voluntary fee accommodation excluded from total:			\$9,366

EE. Reorganization Plan/Plan Sponsors

157. During the Application Period, the Debtors, with the assistance of Skadden, began preparing to file a motion to extend the Debtors' exclusive periods for filing a plan of reorganization and soliciting acceptances thereof.⁶¹ The Debtors requested that the Court extend (a) the exclusive right to file a plan of reorganization from through and including August 5, 2006 to through and including February 1, 2007 and (b) the solicitation period from through and including October 4, 2006 to through and including April 2, 2007. The Debtors, through Skadden, consulted with the major constituents, including the Creditors' Committee, regarding this motion, which resulted in this matter being uncontested.

158. In connection with the foregoing services, Skadden expended 65.8 hours during the Application Period for which Skadden seeks compensation of \$20,728.⁶² Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-31. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Lisa B. Diaz	\$295	58.0	\$17,110
Ron E. Meisler	\$540	4.2	\$2,268

⁶¹ On June 19, 2006, the Court granted the Debtors' motion to extend the exclusivity period (Docket No. 4266).

⁶² Skadden's first interim fee application requested fees in the amount of \$14,195, or 0.2% of the total amount requested in the first interim fee application for this matter.

Name	Rate	Time	Value
Allison V. Herriott	\$375	3.6	\$1,350
Total		65.8	\$20,728 (0.2%)
Voluntary fee accommodation excluded from total:			\$6,460

FF. Asset Dispositions (Real Property)

159. During the Application Period, Skadden advised the Debtors regarding the sale or potential sale of certain assets including excess real property assets. In particular, Skadden advised the Debtors with regard to the sale of some real property assets resulting from the sale of one of the Debtors' facilities.

160. In connection with the foregoing services, Skadden expended 24.1 hours during the Application Period for which Skadden seeks compensation of \$14,196.⁶³ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-32. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Marian P. Wexler	\$770	9.8	\$7,546
Catherine E. Danz	\$465	14.3	\$6,650
Total		24.1	\$14,196 (0.1%)
Voluntary fee accommodation excluded from total:			\$1,415

GG. Customer Matters (General)

161. During the Application Period, Skadden assisted the Debtors by, among other things, responding to questions and working with the Company to draft and periodically revise presentations for customers explaining the authority the Debtors had received from this Court to continue operations during these Reorganization Cases. By facilitating negotiations with

⁶³ Skadden's first interim fee application requested fees in the amount of \$36,866, or 0.4% of the total amount requested in the first interim fee application for this matter.

the customers and working with the Debtors as they reconcile their books and records, Skadden has assisted the Debtors in resolving these matters to date.

162. In connection with the foregoing services, Skadden expended 17.8 hours during the Application Period for which Skadden seeks compensation of \$9,186.⁶⁴ Detailed time entries of each Skadden professional related to these services are attached hereto as Exhibit D-33. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
Ron E. Meisler	\$540	10.2	\$5,508
Allison V. Herriott	\$375	5.8	\$2,175
N. Lynn Hiestand	\$835	1.8	\$1,503
Total		17.8	\$9,186 (0.1%)
Voluntary fee accommodation excluded from total:			\$3,533

HH. Regulatory And SEC Matters

163. During the Application Period, Skadden reviewed various materials and prepared for and represented the Debtors in meetings with the Creditors' Committee to discuss matters relating to formal ongoing investigations by several governmental agencies and various securities actions.

164. In connection with the foregoing services, Skadden professionals expended 10.5 hours during the Application Period for which Skadden seeks compensation of \$8,624.⁶⁵ Detailed time entries of each Skadden professional related to these services are attached hereto as

⁶⁴ Skadden's first interim fee application requested fees in the amount of \$72,901, or 0.8% of the total amount requested in the first interim fee application for this matter.

⁶⁵ Skadden's first interim fee application requested fees in the amount of \$12,425, or 0.1% of the total amount requested in the first interim fee application for this matter.

Exhibit D-34. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Name	Rate	Time	Value
John (Jack) Wm. Butler, Jr.	\$835	6.9	\$5,762
Kayalyn A. Marafioti	\$795	3.6	\$2,862
Total		10.5	\$8,624 (0.1%)
Voluntary fee accommodation excluded from total:			\$968

Relief Requested

165. In accordance with the Interim Compensation Order, Skadden has submitted monthly fee statements for the period from February 1, 2006 through May 31, 2006, and now submits this Interim Application covering the Application Period. Based on the firm's customary billing practices, the Debtors ordinarily would be billed a total of \$12,352,197⁶⁶ for fees and \$903,980 for charges and disbursements. In keeping with Skadden's commitment to self-policing its fees, charges, and disbursements, and based on various accommodations to the Debtors, Skadden voluntarily reduced, as part of its monthly fee statements, its fees by \$862,928, or approximately 7.0 percent, and its charges and disbursements by \$78,115, or approximately 8.6%. As a result, the actual amount billed to the Debtors was \$11,507,793 for fees and \$825,865 for charges and disbursements.

166. Moreover, as an additional accommodation, Skadden has voluntarily reduced the amount sought in this Interim Application by \$179,049 to reflect, among other accommodations, the elimination of (i) fees related to any timekeeper who billed less than \$10,000 during the Application Period, (ii) fees related to any instance in which a timekeeper billed less

⁶⁶ This interim fee application reflects a deduction of \$18,524 to remedy certain billing errors related to two timekeepers.

than \$1,000 to a particular matter during the Application Period, and (iii) any matter to which fewer than ten hours were billed during the Application Period. As a result, the actual amount sought herein is \$11,310,231 for fees. This represents a total reduction with respect to fees, charges, and disbursements of \$1,120,092, or approximately 8.4%, from those amounts that would customarily be charged.

167. The Interim Compensation Order provides that when seeking interim compensation, professionals must submit monthly fee statements to the Debtors, counsel to the Debtors, the U.S. Trustee, counsel for the Creditors' Committee, counsel for the agent under the Debtors' prepetition credit facility, counsel for the agent under the Debtors' postpetition credit facility, and members of the Fee Review Committee. Each person receiving a statement has at least 15 days after its receipt to review it. If no objection to a monthly fee statement is made within 45 days after the end of the applicable billing period, the Debtors are authorized to pay 80% of the fees requested (with the remaining 20% of the fees requested referred to herein as the "Holdback") and 100% of the charges and disbursements requested. In accordance with the Interim Compensation Order, Skadden has submitted monthly fee statements for each of the months covered by the Application Period.

168. No party has filed an objection to Skadden's monthly fee statements. Accordingly, with respect to the monthly fee statements covering the Application Period and the release of half the Holdback accrued through May 31, 2006, Skadden has received \$10,357,014 on account of billed fees and \$825,865 on account of billed charges and disbursements. For the period ending May 31, 2006, Skadden accrued a Holdback in the amount of \$4,149,646. After payment of half of the Holdback due to Skadden for the first interim application period and this Application Period, the Holdback amount will have been reduced to \$2,074,823.

A. Allowance Of Professional Fees

169. During the Application Period, professionals at Skadden billed an aggregate of 24,146.6 hours reflected in this Interim Application working on matters concerning the Debtors' Reorganization Cases.⁶⁷ Of such time spent, 4,891.2 hours were spent by partners, 1,922.6 hours were spent by counsel, 13,373.7 hours were spent by associates, and 3,959.1 hours were spent by legal assistants. A summary showing the name and position of each such partner, counsel, associate, and legal assistant, together with that person's date of admission to the bar (as applicable), net hours during the Application Period, and hourly billing rate, is provided in the Summary of Services found at the beginning of this Interim Application.⁶⁸

B. Reimbursement Of Charges And Disbursements

170. As disclosed in the Retention Application that this Court approved, it is Skadden's standard policy to charge its clients in all areas of practice for certain charges and disbursements incurred in connection with such clients' cases. The charges and disbursements charged to clients include, among others, charges for messenger services, photocopying, court fees, travel expenses, postage, long distance telephone, computerized legal research, investigative searches, and other charges customarily billed by law firms. Certain charges and disbursements are not separately charged for under the bundled rate structure as described in the Engagement Agreement.

171. Skadden has attempted to minimize the charges and disbursements associated with the Debtors' Reorganization Cases, particularly for items such as reproduction and delivery, which have been lowered as a result of the restricted service list and the ability to serve

⁶⁷ Skadden maintains records of the time it expended in the rendition of all professional services, which time records are made concurrently with the rendition of professional services.

⁶⁸ In addition to the matter list, Exhibit C also sets forth the blended hourly rate and certain other business statistics associated with the Reorganization Cases.

the 2002 List Parties electronically, which Skadden proposed and this Court approved. During the Application Period, Skadden disbursed the following sums for actual and necessary charges and disbursements in the rendition of professional services in the Reorganization Cases, and requests that it be reimbursed therefor:

Charges And Disbursements Incurred⁶⁹

Travel Expenses.....	\$331,803
Reproduction And Document Preparation	\$277,790
Computer Legal Research	\$117,662
Court Reporting	\$37,069
Electronic Document Management	\$22,658
Courier, Express Delivery, And Postage.....	\$18,022
Outside Research	\$10,012
Telecommunications	\$8,587
Professional Fees	\$1,890
UCC Research/Opinion.....	\$296
Filing/Court Fees	\$65
TOTAL.....	\$825,854

172. The above charges and disbursements are reasonable and are consistent with those incurred by other bankruptcy practitioners in other large, complex chapter 11 reorganization cases in this and other districts. Moreover, Skadden believes that the unique size and complexity of these cases, including the terms of this Court's case management order, as amended, which require, among other things, overnight delivery of most pleadings, warrant reimbursement of the foregoing charges and disbursements.

Reasonableness Of Fees, Charges, And Disbursements

173. Under section 330 of the Bankruptcy Code, a Bankruptcy Court may award to a professional employed by the estates "reasonable compensation for actual, necessary services" rendered by the professional, plus "reimbursement for actual, necessary expenses." See 11 U.S.C.

⁶⁹ The details relating to the charges and disbursements can be found in Exhibits D-1 through D-35 on a matter by matter basis.

§ 330(a)(1). See generally In re Cenargo Int'l, 294 B.R. 571 (Bankr. S.D.N.Y. 2003); In re Childworld, Inc., 185 B.R. 14 (Bankr. S.D.N.Y. 1995).

174. In determining the amount of "reasonable compensation," the Court must consider the nature, extent, and value of the services, taking into account all the relevant factors, including the time spent on such services, the rates charged for such services, whether the services were necessary and beneficial, whether the services were performed in a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed, and whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code. See 11 U.S.C. § 330(a)(3).

175. In assessing attorneys' fees, courts use several different approaches. The Second Circuit and bankruptcy courts in this district frequently utilize the "lodestar" method, which is a determination as to the number of hours of service reasonably devoted to the case multiplied by the attorney's reasonable rates. See Savoie v. Merchants Bank, 166 F.3d 456, 460 (2d Cir. 1999) (applying the lodestar approach to a non-bankruptcy case); In re Masterwear Corp., 233 B.R. 266, 277 (Bankr. S.D.N.Y. 1999). When applying the lodestar approach, courts in this district incorporate the familiar factors set forth in Johnson v. Georgia Highway Express, 488 F.2d 714 (5th Cir. 1974).⁷⁰ See, e.g., Betancourt v. Giuliani, 325 F. Supp. 2d 330, 332 (S.D.N.Y. 2004) ("In adjusting the lodestar, courts generally consider the . . . factors set forth in Johnson v. Georgia Highway Express, Inc."); In re Sucre, 226 B.R. 340, 351-52 (Bankr. S.D.N.Y. 1998) ("To

⁷⁰ The twelve Johnson factors are (1) the time and labor required, (2) the novelty and difficulty of the questions, (3) the skill requisite to perform the legal service properly, (4) the preclusion of other employment by the attorney due to acceptance of the case, (5) the customary fee, (6) whether the fee is fixed or contingent, (7) the time limitations imposed by the client or the circumstances, (8) the amount involved and the results obtained, (9) the experience, reputation, and ability of the attorneys, (10) the "undesirability" of the case, (11) the nature and length of the professional relationship with the client, and (12) awards in similar cases. Johnson, 488 F.2d at 717-19.

determine the 'lodestar fee' the Court must make an initial objective determination as to the number of hours reasonably expended and the reasonable hourly rate After multiplying the two, the Court may adjust the product by a consideration of [the Johnson] factors.")

176. In awarding attorneys' fees, courts will also consider whether the services rendered were reasonably likely to benefit the debtor's estate. See, e.g., In re Ames Dep't Stores, Inc., 76 F.3d 66, 71 (2d Cir. 1996), rev'd on other grounds, Lamie v. United States Trustee, 540 U.S. 526 (2004); In re Granite Partners, L.P., 213 B.R. 440, 447 (Bankr. S.D.N.Y. 1997); In re Drexel Lambert Group, Inc., 133 B.R. 13, 22 (Bankr. S.D.N.Y. 1991). Thus, the Court should focus on what a reasonable lawyer would have done at the time and not invoke a hindsight analysis.

[I]t is important for a court to maintain a sense of overall proportion and not become enmeshed in meticulous analysis of every detailed facet of the professional representation. It is easy to speculate that the work could have been done in less time or with fewer attorneys or with an associate rather than a partner. On the other hand, it is also possible that [the debtor] would not have enjoyed the success it did had its counsel managed matters differently.

In re Boston & Maine Corp., 776 F.2d 2, 10 (1st Cir. 1985) (citations omitted).

177. In accordance with the factors enumerated in 11 U.S.C. § 330 and applicable case law, the amount requested herein by Skadden is fair and reasonable, given: (a) the nature of the Reorganization Cases, (b) the novelty and complexity of the Reorganization Cases, (c) the time and labor required to represent the Debtors effectively, (d) the time limitations imposed by the Reorganization Cases, (e) the nature and extent of the services rendered, (f) Skadden's experience, reputation, and ability, (g) the value of Skadden's services, and (h) the cost of comparable services other than in a case under the Bankruptcy Code.

C. Nature, Complexity, And Duration Of Cases

178. As should be evident from the summary of Skadden's services as described above in this Interim Application, the Debtors' chapter 11 reorganization presents a particularly unique set of circumstances, and unquestionably is a large and complex case. The nature and complexity of the Reorganization Cases has required Skadden to develop case management and staffing solutions at every stage of the proceedings. These tasks have been particularly daunting in light of the Debtors' widespread operations and the relative sophistication of other parties-in-interest in these Reorganization Cases. Skadden nonetheless has assisted the Debtors by employing a streamlined case management structure that generally consists of relatively small, core teams, and has assigned various attorneys to other discrete tasks to avoid the performance of duplicative or unnecessary work.

179. Given the size of these Reorganization Cases and the number of matters that continually need to be addressed, there have been occasions when a number of Skadden attorneys must be present and participate in the discussions and negotiations. This is particularly true of meetings with the Creditors' Committee, and the Equity Committee, and also with respect to the monthly omnibus hearings. Skadden believes that, as evident by the summaries contained in this Interim Application and the time entries attached hereto, it has articulated specific reasons for attendance by multiple attorneys on such occasions.

D. Experience Of Skadden

180. The experience of Skadden also has benefited the estates. Skadden is among the largest firms and has one of the largest restructuring groups in the world. As more fully set forth in the Retention Application, Skadden's restructuring attorneys and attorneys from other practice areas have extensive knowledge and experience in dealing with the multitude and

fast-paced issues that arise in similar chapter 11 cases. Accordingly, Skadden's depth of experience in chapter 11 matters has ensured that a number of pressing matters could be addressed promptly. In addition, Skadden's commitment to monitoring the administrative expenses of the estates, including its own legal fees, has been a constant element of its representation of the Debtors. Indeed, this emphasis has been manifested in Skadden careful review of its fees, charges, and disbursements and a voluntary client accommodation of \$1,120,092, including a voluntary aggregate accommodation of \$941,043 on Skadden's monthly fee statements and an additional \$179,049 voluntary reduction on this Interim Application.

E. Comparable Services

181. An award of compensation also must be based on the cost of comparable services other than in a bankruptcy case. Skadden's rates are consistent with rate structures charged to other clients in non-bankruptcy matters. Moreover, its rate structure was disclosed clearly in its Retention Application, which this Court approved and as to which none of the major constituents objected. The amounts sought by Skadden are consistent with the fees, charges, and disbursements incurred by other chapter 11 debtors in cases of similar size, complexity, and duration. Accordingly, the cost of comparable services supports the Interim Application, and the services performed during the Application Period more than warrant the allowance of compensation, particularly in view of the results achieved.

F. Compliance With Guidelines

182. Skadden believes that this Interim Application, together with the attachments hereto, substantially complies in all material respects with the Guidelines. To the extent this Application does not comply in every respect with the requirements of such guidelines, Skadden respectfully requests a waiver for any such technical non-compliance.

Notice

183. In compliance with the Fourth Supplemental Order Under 11 U.S.C. § 331 Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals, entered by this Court on July 13, 2006 (Docket No. 4545), notice of the filing of this Interim Application will be provided to all parties who have filed a notice of appearance with the Clerk of this Court and requested notice of pleadings in these chapter 11 cases. In addition, the Interim Application in its entirety will be served on the following parties: (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098, Att'n: David Sherbin, Esq., (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004, Att'n: Alicia M. Leonhard, Esq., (iii) counsel for the Creditors' Committee, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022-4802, Att'n: Robert J. Rosenberg, Esq., (iv) counsel for the Equity Committee, Fried, Frank, Harris, Shriver & Jacobson, LLP, One New York Plaza, New York, NY 10004, Att'n Bonnie Steingart, Esq., (v) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017, Att'n: Kenneth S. Ziman, Esq. and Robert H. Trust, Esq., (vi) counsel for the agent under the Debtors' postpetition credit facility, Davis Polk & Wardell, 450 Lexington Avenue, New York, New York 10017, Att'n: Donald Bernstein, Esq. and Brian Resnick, Esq., and (vii) the members of the Fee Review Committee and its advisor, Legal Cost Control, Inc., 255 Kings Highway East, Haddonfield, New Jersey 08033, Att'n: John J. Marquess. In light of the nature of the relief requested, the Debtors submit that no other or further notice is necessary.

Memorandum Of Law

184. Because the legal points and authorities upon which this Motion relies are incorporated herein, the Debtors respectfully request that the requirement of the service and filing of a separate memorandum of law under Local Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York be deemed satisfied.

WHEREFORE, Skadden respectfully requests that the Court (a) enter an order allowing interim compensation of \$11,310,231 to Skadden for professional services rendered as attorneys for the Debtors during the Application Period, plus reimbursement of actual and necessary charges and disbursements incurred in the sum of \$825,854 and (b) grant it such other and further relief as is just.

Dated: New York, New York
July 31, 2006

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.
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John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
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(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti
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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

EXHIBIT A

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
-----	-X	

CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS
FOR PROFESSIONALS IN RESPECT OF SECOND APPLICATION OF SKADDEN, ARPS,
SLATE, MEAGHER & FLOM LLP FOR INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES

I, John Wm. Butler, Jr., hereby certify that:

1. I am an attorney at law admitted to practice pro hac vice before this Court and a member of the law firm of Skadden, Arps, Slate, Meagher & Flom LLP (collectively, "Skadden"), counsel for Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession (collectively, the "Debtors") in the above-captioned cases. I am the professional designated by Skadden in respect of compliance with the Amended Guidelines for Fees and Disbursements of Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "Local Guidelines"), and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (Appendix A to 28 C.F.R. § 58), dated May 17, 1996 (the "UST Guidelines" and, together with the Local Guidelines, the "Guidelines").

2. I make this certification in support of the application of Skadden, dated July 31, 2006 (the "Application"), for interim compensation and reimbursement of expenses for the period beginning February 1, 2006 and ending May 31, 2006 (the "Application Period"), in accordance with the Local Guidelines.

3. In respect of section B.1 of the Local Guidelines, I certify that:

(a) I have read the Application.

(b) To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines.

(c) Except to the extent that fees or disbursements are prohibited by the Guidelines, the fees and disbursements sought are billed at rates in accordance with practices customarily employed by Skadden and generally accepted by Skadden's clients and disclosed and approved in the order approving the retention of Skadden as the Debtors' restructuring and bankruptcy counsel, including the bundled rate structure.

(d) In providing a reimbursable service, Skadden does not make a profit on that service, whether the service is performed by Skadden in-house or through a third party.

4. In respect of section B.2 of the Local Guidelines, I certify that Skadden has provided monthly statements of Skadden's fees and disbursements by serving monthly statements in compliance with this Court's Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, filed on November 4, 2005, as supplemented (the "Interim Compensation Order").

5. In respect of section B.3 of the Local Guidelines, pursuant to the Interim Compensation Order, I certify that notice of the filing of this Application has been provided to all parties who have filed a notice of appearance with the Clerk of this Court and requested notice of pleadings in these chapter 11 cases. In addition, in accordance with the Interim Compensation Order, the Application in its entirety has been served on the following parties: (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098, Att'n: David Sherbin, Esq. and John Sheehan, (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004, Att'n: Alicia M. Leonhard, Esq., (iii) counsel for the Creditors' Committee, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022-4802, Att'n: Robert J. Rosenberg, Esq., (iv) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017, Att'n: Kenneth S. Ziman, Esq. and Robert H. Trust, Esq., (v) counsel for the agent under the Debtors' postpetition credit facility, Davis Polk & Wardell, 450 Lexington Avenue, New York, New York 10017, Att'n: Donald Bernstein, Esq. and Brian Resnick, Esq., and (vi) the members of the Fee Review Committee and its advisor, Legal Cost Control, Inc., 255

Kings Highway East, Haddonfield, New Jersey 08033, Att'n: John J. Marquess. In light of the nature of the relief requested, the Debtors submit that no other or further notice is necessary.

Dated: New York, New York
July 31, 2006

/s/ John Wm. Butler, Jr.

John Wm. Butler, Jr.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-____ ()
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

APPLICATION FOR ORDER UNDER 11 U.S.C. §§ 327(a) AND 329
AND FED. R. BANKR. P. 2014 AND 2016 (I) AUTHORIZING EMPLOYMENT
AND RETENTION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
AND AFFILIATES AS ATTORNEYS FOR DEBTORS-
IN-POSSESSION AND (II) SCHEDULING A FINAL HEARING THEREON

("SKADDEN RETENTION APPLICATION")

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates (the "Affiliate Debtors"),¹ debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), hereby apply (the "Application") to this Court for interim and final orders under 11 U.S.C. §§ 327(a) and 329 and Fed. R. Bankr. P. 2014 and 2016 (a) authorizing the employment and retention of Skadden, Arps, Slate, Meagher & Flom LLP and affiliates (collectively, "Skadden" or the "Firm") as counsel for the Debtors as of the Petition Date (as hereinafter defined) and (b) scheduling a final hearing thereon. In support of this Application, the Debtors submit the Declaration of John Wm. Butler, Jr. (the "Butler Declaration") and the Affidavit of Robert S. Miller, Jr. in Support of Chapter 11 Petitions and First Day Orders, sworn to October 8, 2005. In further support of this Application, the Debtors respectfully represent as follows:

¹ In addition to Delphi, the following entities are debtors in these related cases: ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

Background

A. The Chapter 11 Filings

1. On October 8, 2005 (the "Petition Date"), each of the Debtors filed a voluntary petition in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors have moved this Court for an order for joint administration of these chapter 11 cases.

2. No trustee, examiner, or creditors' committee has been appointed in the Debtors' cases.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

4. The statutory predicate for the relief requested herein are sections 327(a) and 329 of the Bankruptcy Code and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure.

B. Current Business Operations Of The Debtors

5. With more than 180,000 employees worldwide, global 2004 revenues of approximately \$28.6 billion and global assets as of August 31, 2005 of approximately \$17.1 billion,² Delphi ranks as the fifth largest public company business reorganization in terms of

² The aggregated financial data used in this Motion generally consists of consolidated information from Delphi and its worldwide subsidiaries and affiliates.

revenues, and the thirteenth largest public company business reorganization in terms of assets.

Delphi's non-U.S. subsidiaries are not chapter 11 debtors, will continue their business operations without supervision from the Bankruptcy Court, and will not be subject to the chapter 11 requirements of the U.S. Bankruptcy Code.

6. Over the past century, the operations which are now owned by Delphi have become a leading global technology innovator with significant engineering resources and technical competencies in a variety of disciplines. Today, the Company is arguably the single largest global supplier of vehicle electronics, transportation components, integrated systems and modules, and other electronic technology. The Company's technologies and products are present in more than 75 million vehicles on the road worldwide. The Company supplies products to nearly every major global automotive original equipment manufacturer with 2004 sales to its former parent, General Motors Corporation, equaling approximately \$15.4 billion and sales to each of Ford Motor Company, DaimlerChrysler Corporation, Renault/Nissan Motor Company, Ltd., and Volkswagen Group exceeding \$850 million.

7. As part of its growth strategy, Delphi has established an expansive global presence with a network of manufacturing sites, technical centers, sales offices, and joint ventures located in every major region of the world. In the U.S., the Debtors employ approximately 50,600 people. Those employees work in approximately 44 manufacturing sites and 13 technical centers across the country, and in Delphi's worldwide headquarters and customer center located in Troy, Michigan. Approximately 34,750 of these individuals are hourly employees, 96% of whom are represented by approximately 49 different international and local unions. Outside the United States, the Company's foreign entities employ more than

134,000 people, supporting 120 manufacturing sites and 20 technical centers across nearly 40 countries worldwide.

8. Delphi was incorporated in Delaware in 1998 as a wholly-owned subsidiary of GM. Prior to January 1, 1999, GM conducted the Company's business through various divisions and subsidiaries. Effective January 1, 1999, the assets and liabilities of these divisions and subsidiaries were transferred to Delphi and its subsidiaries and affiliates in accordance with the terms of a Master Separation Agreement between Delphi and GM. In connection with these transactions, Delphi accelerated its evolution from a North American-based, captive automotive supplier to a global supplier of components, integrated systems, and modules for a wide range of customers and applications. Although GM is still the Company's single largest customer, today more than half of Delphi's revenue is generated from non-GM sources.

9. Due to the significant planning that goes into each vehicle model, Delphi's efforts to generate new business do not immediately affect its financial results, because supplier selection in the auto industry is generally finalized several years prior to the start of production of the vehicle. When awarding new business, which is the foundation for the Company's forward revenue base, customers are increasingly concerned with the financial stability of their supply base. The Debtors believe that they will maximize stakeholder value and the Company's future prospects if they stabilize their businesses and continue to diversify their customer base. The Debtors also believe that this must be accomplished in advance of the expiration of certain benefit guarantees between GM and certain of Delphi's unions

representing most of its U.S. hourly employees which coincides with the expiration of the Company's U.S. collective bargaining agreements in the fall of 2007.

C. Events Leading To The Chapter 11 Filing

10. In the first two years following Delphi's separation from GM, the Company generated more than \$2 billion in net income. Every year thereafter, however, with the exception of 2002, the Company has suffered losses. In calendar year 2004, the Company reported a net operating loss of \$482 million on \$28.6 billion in net sales. Reflective of a downturn in the marketplace, Delphi's financial condition has deteriorated further in the first six months of 2005. The Company experienced net operating losses of \$608 million for the first six months of calendar year 2005 on six-month net sales of \$13.9 billion, which is approximately \$1 billion less in sales than during the same time period in calendar year 2004.³

11. The Debtors believe that three significant issues have largely contributed to the deterioration of the Company's financial performance: (a) increasingly unsustainable U.S. legacy liabilities and operational restrictions driven by collectively bargained agreements, including restrictions preventing the Debtors from exiting non-strategic, non-profitable operations, all of which have the effect of creating largely fixed labor costs, (b) a competitive U.S. vehicle production environment for domestic OEMs resulting in the reduced

³ Reported net losses in calendar year 2004 were \$4.8 billion, reflecting a \$4.1 billion tax charge, primarily related to the recording of a valuation allowance on the U.S. deferred tax assets as of December 31, 2004.

number of motor vehicles that GM produces annually in the United States and related pricing pressures, and (c) increasing commodity prices.

12. In light of these factors, the Company determined that it would be imprudent and irresponsible to defer addressing and resolving its U.S. legacy liabilities, product portfolio, operational issues and forward looking revenue requirements. Having concluded that pre-filing discussions with its Unions and GM were not leading to the implementation of a plan sufficient to address the Debtors' issues on a timely basis, the Company determined to commence these chapter 11 cases for its U.S. businesses to complete the Debtors' transformation plan and preserve value.

13. Through the reorganization process, the Debtors intend to achieve competitiveness for Delphi's core U.S. operations by modifying or eliminating non-competitive legacy liabilities and burdensome restrictions under current labor agreements and realigning Delphi's global product portfolio and manufacturing footprint to preserve the Company's core businesses. This will require negotiation with key stakeholders over their respective contributions to the restructuring plan or, absent consensual participation, the utilization of the chapter 11 process to achieve the necessary cost savings and operational effectiveness envisioned in the Company's transformation plan. The Debtors believe that a substantial segment of Delphi's U.S. business operations must be divested, consolidated, or wound-down through the chapter 11 process.

14. Upon the conclusion of this process, the Debtors expect to emerge from chapter 11 as a stronger, more financially sound business with viable U.S. operations that are well-positioned to advance global enterprise objectives. In the meantime, Delphi will marshal

all of its resources to continue to deliver value and high-quality products to its customers globally. Additionally, the Company will preserve and continue the strategic growth of its non-U.S. operations and maintain its prominence as the world's premier auto supplier.

Relief Requested

15. By this Application, the Debtors seek to employ and retain the firm of Skadden, as of the Petition Date, to represent the Debtors as their principal restructuring and bankruptcy counsel in connection with the filing of their chapter 11 petitions and prosecution of their chapter 11 cases. Accordingly, the Debtors respectfully request entry of interim and final orders under sections 327(a) and 329 of the Bankruptcy Code and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") (a) authorizing each of them to employ and retain Skadden as their attorneys under a general retainer to perform the legal services that will be necessary during their chapter 11 cases and (b) scheduling a hearing to determine whether the relief should be granted on a final basis.

16. Since July 12, 2005, Skadden has performed extensive legal work for the Debtors in connection with their ongoing restructuring efforts designed to complete their transformation plan and to preserve the value of the company.

17. Prior to commencement of these chapter 11 cases, the Debtors sought the services of Skadden with respect to, among other things, advice regarding restructuring matters in general and, if required, preparation for the potential commencement and prosecution of chapter 11 cases for the Debtors pursuant to an engagement agreement with Skadden dated as of July 12, 2005 (the "Engagement Agreement").

Basis For Relief

18. The Debtors believe that continued representation by their prepetition restructuring counsel, Skadden, is critical to the Debtors' efforts to restructure their businesses because Skadden has become familiar with the Debtors' business and financial and legal affairs and, accordingly, is well-suited to guide the Debtors through the chapter 11 process.

19. Since the commencement of this engagement, Skadden has assisted the Debtors and their affiliates in connection with, among other things, acting as special corporate counsel to the Debtors and providing advice regarding, without limitation, their efforts to effectuate a consensual resolution with General Motors Corporation and the Debtors' major unions, attending board of directors meetings (and various committees thereof) and internal company meetings from time to time, and the preparations for the filing of these cases.

20. The Debtors have selected Skadden as their attorneys because of its experience and knowledge in the field of debtors' and creditors' rights and business reorganizations under chapter 11 of the Bankruptcy Code. Indeed, Skadden believes it has assembled a highly qualified team of attorneys to service the Debtors during their reorganization efforts. John Wm. Butler, Jr., co-leader of Skadden worldwide corporate restructuring practice will coordinate the overall representation of the Debtors along with Peter Allan Atkins. Mr. Butler has served as counsel in transactional work with debtors, sellers, purchasers and creditors of financially troubled companies, in nonjudicial restructurings, and in chapter 11 reorganization cases in several hundred transactions across North America and in international transactions located in Asia, Australia, Europe, South America and the Middle East. Mr. Butler has also represented creditors' and equity

committees, secured lenders and chapter 7 trustees in numerous cases in this and other jurisdictions. Attached hereto as Exhibit A is the professional biography of Mr. Butler detailing his specific experience. In addition, other members of Skadden who have been actively involved in representing the Debtors prior to the commencement of these cases will continue to perform services for the Debtors postpetition.

21. Each of the Debtors desire to employ Skadden under a general retainer because of the extensive legal services that will be required in connection with their respective chapter 11 cases and the firm's familiarity with the business, financial and legal affairs of the Debtors and their affiliates.

Services To Be Rendered

22. The services of attorneys are necessary to enable the Debtors to execute faithfully their duties as debtors-in-possession. Subject to further order of this Court, the firm of Skadden will be required to render, among others, the following services to the Debtors as requested by the Debtors:

- (a) advise the Debtors with respect to their powers and duties as debtors and debtors-in-possession in the continued management and operation of their business and properties;
- (b) attend meetings and negotiate with representatives of creditors and other parties in interest;
- (c) advise and consult on the conduct of the case, including all of the legal and administrative requirements of operating in chapter 11;
- (d) advise the Debtors in connection with any contemplated sales of assets or business combinations, including the negotiation of asset, stock purchase, merger or joint venture agreements, formulate and implement bidding procedures, evaluate competing offers, draft appropriate corporate

documents with respect to the proposed sales, and counsel the Debtors in connection with the closing of such sales;

- (e) advise the Debtors on matters relating to the evaluation of the assumption, rejection or assignment of unexpired leases and executory contracts;
- (f) provide advice to the Debtors with respect to legal issues arising in or relating to the Debtors' ordinary course of business including attendance at senior management meetings, meetings with the Debtors' financial advisors and meetings of the board of directors, and advice on employee, workers' compensation, employee benefits, executive compensation, tax, environmental, banking, insurance, securities, corporate, business operation, contracts, joint ventures, real property, press/public affairs and regulatory matters and advise the Debtors with respect to continuing disclosure and reporting obligations, if any, under securities laws;
- (g) take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on their behalf, the defense of any actions commenced against those estates, negotiations concerning all litigation in which the Debtors may be involved and objections to claims filed against the estates;
- (h) negotiate and prepare on the Debtors' behalf plan(s) of reorganization, disclosure statement(s) and all related agreements and/or documents and take any necessary action on behalf of the Debtors to obtain confirmation of such plan(s);
- (i) prepare on the Debtors' behalf all petitions, motions, applications, answers, orders, reports, and papers necessary to the administration of the estates;
- (j) attend meetings with third parties and participate in negotiations with respect to the above matters;
- (k) appear before this Court, any appellate courts, and the U.S. Trustee, and protect the interests of the Debtors' estates before such courts and the U.S. Trustee; and
- (l) perform all other necessary legal services and provide all other necessary legal advice to the Debtors in connection with these chapter 11 cases and bring the Debtors' chapter 11 cases to a conclusion.

23. Skadden has indicated a willingness to act on behalf of, and render such services to, the Debtors.⁴

Disinterestedness Of Professionals

24. Except as set forth in the Butler Declaration, to the best of the Debtors' knowledge, the members, counsel and associates of the firm of Skadden (a) do not have any connection with any of the Debtors, their affiliates, their creditors, the U.S. Trustee, any person employed in the office of the U.S. Trustee, or any other party-in-interest, or their respective attorneys and accountants, (b) are "disinterested persons," as that term is defined in section 101(14) of the Bankruptcy Code, and (c) do not hold or represent any interest adverse to the Debtors' estates.

25. More specifically, as set forth in the Butler Declaration:

- (a) Neither Skadden nor any attorney at the Firm holds or represents an interest adverse to the estates.
- (b) Except as set forth herein and in the Butler Declaration, neither Skadden nor any attorney at the Firm is or was a creditor, an equity holder, or an insider of the Debtors, except that Skadden previously rendered legal services to the Debtors for which it was compensated. Certain Skadden attorneys may own Delphi common stock, either directly or indirectly. Also, partners of the Firm may hold Delphi common stock in managed accounts over which they have no control over investment decisions pertaining to holdings in such accounts. Pursuant to the internal policy of Skadden, the Debtors have been placed on the firm's "restricted list" and no sale or purchase of securities or claims relating to the Debtors will be

⁴ Concurrently herein, the Debtors have filed an application under 11 U.S.C. § 327(a) to retain Togut Segal & Segal as conflicts counsel and an application under 11 U.S.C. § 327(e) to retain Shearman & Sterling LLP as their special counsel. The Debtors will take the appropriate steps to ensure that there is no unnecessary and wasteful duplication of efforts by and between Togut Segal & Segal, Shearman & Sterling LLP and Skadden.

authorized or permitted during the pendency of our retention as the Debtors' counsel in the chapter 11 cases.

- (c) Neither Skadden nor any attorney at the Firm is or was an investment banker for any outstanding security of the Debtors.
- (d) Neither Skadden nor any attorney at the Firm is or was, within three years before the filing of the Debtors' chapter 11 cases, an investment banker for any security of the Debtors, or an attorney for an investment banker in connection with the offer, sale or issuance of any security of the Debtors.
- (e) Neither Skadden nor any attorney at the Firm is or was, within two years before the Petition Date, a director, officer or employee of the Debtors or of an investment banker of the Debtors.
- (f) Skadden does not have an interest materially adverse to the interests of the estates or of any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or an investment banker specified in the foregoing paragraphs, or for any other reason.

26. In view of the foregoing, the Debtors believe that Skadden is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, except as set forth in the Butler Declaration.

27. In addition, the Debtors are informed by Skadden that no other attorney at Skadden is related to any United States Bankruptcy Judge for the Southern District of New York or to the United States Trustee for such district or to any employee in the office thereof, except that Adlai S. Hardin III, a Corporate Restructuring associate employed by Skadden in its New York office, is the son of Judge Adlai Hardin.

Professional Compensation

28. The Engagement Agreement provided for the implementation of a retainer program pursuant to which the Debtors paid an initial retainer of \$500,000 for

professional services rendered and to be rendered and charges and disbursements incurred to Skadden on behalf of the Debtors in connection with those services described in the Engagement Agreement (the "Initial Retainer"). Thereafter, Skadden periodically invoiced the Debtors and drew down the Initial Retainer in payment of such invoices and was paid certain supplemental amounts in order to replenish the Initial Retainer (collectively, the "Supplemental Retainer") in the following amounts and on the following dates: \$1,600,000 on August 19, 2005, \$2,000,000 on September 8, 2005, and \$1,750,000 on September 27, 2005.

29. Pursuant to the Engagement Agreement, Skadden received a filing retainer of \$4,000,000 to be utilized in accordance with the Engagement Agreement to cover a portion of the projected fees, charges and disbursements to be incurred during the reorganization cases (the "Filing Retainer," and, together with the Initial Retainer and the Supplemental Retainer, the "Retainer").

30. Pursuant to the Engagement Agreement, Skadden will apply the Retainer to pay any fees, charges and disbursements which remain unpaid as of the Petition Date and will retain the remainder of the Retainer to be applied to any fees, charges and disbursements which remain unpaid at the end of the reorganization cases. As of October 7, 2005 (the last date on which the firm's books and records were reviewed in connection with the preparation of this application), after application of all prepetition fees, charges and disbursements incurred and posted as of that date (including estimated fees, charges and disbursements billed as of October 8, 2005 prior to the commencement of these cases), the amount of the Retainer was \$4,033,019.

31. According to Skadden's books and records, for the period July 12, 2005, through October 8, 2005, the total amount of services billed to the Debtors in connection with contingency planning was \$2,845,087 with an additional \$227,668 for charges and disbursements. During the same period, the total aggregate amount of all services billed was \$5,500,654 plus charges and disbursements in the amount of \$315,327. Skadden's books and records further reflect that for the period July 12, 2005 through October 8, 2005, Skadden received an aggregate of \$9,850,000 from the Debtors, including payments received for services rendered prior to the filing on October 8, 2005, and is inclusive of the Retainer balance of \$4,033,019. The aggregate amount applied to fees, charges and disbursements for the same period was \$5,816,981, exclusive of the Retainer balance of \$4,033,019. Any portion of the prepetition amounts received by Skadden that has not yet been applied to prepetition fees and expenses will be applied when such amounts are identified. Should any balance remain after such application, the remainder will be held as a retainer for and applied against postpetition fees and expenses that are allowed by the Court.

32. Pursuant to the Engagement Agreement, Skadden provides the Debtors with periodic (no less frequently than monthly) statements for services rendered and charges and disbursements incurred. During the course of the reorganization cases, the issuance of periodic statements shall constitute a request for an interim payment against the reasonable fees to be determined at the conclusion of the representation. For professional services, Skadden's fees are based in part on its guideline hourly rates which are periodically adjusted. Skadden will be providing professional services to the Debtors under its standard bundled rate schedule and, therefore, Skadden will not be seeking to be separately compensated for certain

staff, clerical and resource charges. As of September 1, 2005, the hourly rates under the bundled rate structure range from \$585 to \$835 for partners and of counsel, \$560 to \$640 for counsel and special counsel, \$295 to \$540 for associates, and \$90 to \$230 for legal assistants and support staff. The hourly rates set forth above are subject to periodic increases in the normal course of the firm's business, often due to the increased experience of a particular professional.

33. Skadden intends to apply to the Court for allowance of compensation for professional services rendered and reimbursement of charges and disbursements incurred in these chapter 11 cases in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules for the Southern District of New York (the "Local Rules") and the United States Trustee Guidelines. Skadden will seek compensation for the services of each attorney and paraprofessional acting on behalf of the Debtors in these cases at the then-current bundled rate charged for such services on a non-bankruptcy matter.

34. The hourly rates set forth above are the Firm's standard bundled hourly rates for work of this nature. These rates are set at a level designed to compensate Skadden fairly for the work of its attorneys and legal assistants and to cover fixed and routine overhead expenses including those items billed separately to other clients under the Firm's standard unbundled rate structure. Consistent with the Firm's policy with respect to other clients, Skadden will continue to charge the Debtors for all other services provided and for other charges and disbursements incurred in the rendition of services. These charges and disbursements include, among other things, costs for telephone charges, photocopying (at a reduced rate of \$0.10 per page for black and white copies and higher commensurate charges

for color copies), travel, business meals, computerized research, messengers, couriers, postage, witness fees and other fees related to trials and hearings. Charges and disbursements are invoiced pursuant to Skadden's Policy Statement Concerning Charges and Disbursements. (The "Policy Statement Concerning Charges and Disbursements" is attached as Exhibit B to the Engagement Agreement.) Certain charges and disbursements are not separately charged for under the bundled rate structure as described in the Engagement Agreement.

35. Skadden has agreed to accept as compensation such sums as may be allowed by this Court on the basis of the professional time spent, the rates charged for such services, the necessity of such services to the administration of the estate, the reasonableness of the time within which the services were performed in relation to the results achieved, and the complexity, importance, and nature of the problems, issues or tasks addressed in these cases.

36. Other than as set forth above and in the Butler Declaration, no arrangement is proposed between the Debtors and Skadden for compensation to be paid in these cases, and no agreement or understanding exists between Skadden and any other entity for the sharing of compensation received or to be received for services rendered in or in connection with the case.

Notice

37. Notice of this Application has been provided by facsimile, electronic transmission, overnight delivery or hand delivery to (i) the office of the United States Trustee, (ii) the Debtors' fifty (50) largest unsecured creditors, (iii) counsel for the agent to the Debtors' pre-petition credit facility, and (iv) counsel for the agent to the Debtors' proposed

post-petition credit facility. In light of the nature of the relief requested, the Debtors submit that no other or further notice is necessary.

Memorandum Of Law

38. Because the legal points and authorities upon which this Motion relies are incorporated herein, the Debtors respectfully request that the requirement of the service and filing of a separate memorandum of law under Local Rule 9013-1(b) be deemed satisfied.

WHEREFORE, the Debtors respectfully request that this Court enter interim and final orders (i) authorizing the Debtors' retention of Skadden upon the terms outlined in this Application, (ii) scheduling a final hearing thereon, and (iii) granting such other and further relief as is just and proper.

Dated: New York, New York
October 8, 2005

Delphi Corporation, et al.,
Debtors and Debtors-In-Possession

By: s/ John D. Sheehan
Title: John D. Sheehan
Name: Vice President and Chief
Restructuring Officer

Exhibit A
Professional Biography of John Wm. Butler, Jr.



John Wm. Butler Jr.

Partner

Skadden, Arps, Slate, Meagher & Flom LLP
Corporate Restructuring

Jack Butler is co-leader of Skadden's worldwide corporate restructuring practice, which serves corporations and their principal creditors and investors by providing value-added legal solutions in troubled company M&A, financing and restructuring situations. He has acted as lead counsel for sellers, purchasers and creditors in hundreds of transactions across the Americas as well as cross-border transactions in Asia, Australia, Europe and the Middle East. Mr. Butler also advises officers and directors of public companies involved in debt restructuring on matters related to corporate governance and fiduciary duty.

Mr. Butler's representative company matters include the restructuring of Delphi Corporation, Friedman's Inc., Haynes International, Inc., Kmart Corporation, Per-Se Technologies, Inc. (formerly Medaphis Corporation), Rite Aid Corporation, Singer N.V., Venator Group, Inc., Wickes Furniture Co., Inc. and Xerox Corporation, and special counsel representations of 360/networks, inc., Enron Corporation and The Warnaco Group, Inc. He also represented US Airways Group, Inc. in its 2002 restructuring, which provided the company with \$1.24 billion in liquidity. Mr. Butler has substantial experience in representing companies in transactions that provided for the disposition of their assets and operating businesses to third parties as part of Chapter 11 cases, including: Air Transport International LLC, Comdisco, Inc., Eagle Food Centers, Inc., FPA Medical Management, Inc., Peter J. Schmitt Co., Inc., Service Merchandise Company, Inc. and USN Communications, Inc.

Mr. Butler's cross-border experience includes representing numerous companies such as AM International, Inc., Comdisco, Singer, Warnaco and Xerox with the restructuring of their subsidiaries located outside the United States, international financing transactions, and divestiture of various business lines and entities. He has also advised on cross-border matters on behalf of Faurecia N.A., a French automotive equipment supplier, in connection with distressed acquisitions and other matters; and Lightel, S.A. and Tess, S.A., Brazilian telecommunications companies, in connection with the financing and structuring of various privatization transactions in Brazil.

Representative creditor matters include advice to Bankers Trust Company, as agent for the senior lenders in the reorganization cases of Bradlees, Inc. and The Grand Union Company; Credit Suisse First Boston, in connection with the restructuring and sale of Long John Silver's restaurants; and Verizon Capital Corporation and its special purpose affiliates in the reorganization cases of PG&E National Energy Group, Inc. and USGen New England, Inc.

Biography

Chicago Office
T: 312.407.0730
F: 312.407.8501

New York Office
T: 212.735.3114

E: jbutler@skadden.com

Education

J.D., University of Michigan Law School, 1980

A.B., Princeton University, 1977
(*magna cum laude*)

Admissions

Illinois
Michigan
U.S. Supreme Court

Associations/Affiliations

Chairman (1996-1997) and Director (1991-1999, 2001-2004), Turnaround Management Association

Fellow, American College of Bankruptcy (Elected 1997)

Fellow, International Insolvency Institute (Elected 2002)

Director, American Bankruptcy Institute (1992-1998)

Chairman (1997) and Director (1993-2003), American Board of Certification

Chairman (1997), Governing Board, Commercial Finance Association Education Foundation

Biography

John Wm. Butler Jr.

Mr. Butler was the recipient of the first-ever Chairman's Award from the Turnaround Management Association in 2001 for his contributions to and standing in the corporate renewal industry. He has been listed in all editions of the *K&A Restructuring Register*, the peer group listing of the top restructuring attorneys and financial advisors in the United States; has been named by *Turnarounds & Workouts* to its list of the top dozen restructuring lawyers in America for the last seven consecutive years; is listed as a leader in the corporate restructuring and insolvency field in *Chambers USA: America's Leading Lawyers for Business 2005* and in the 10th edition (2005) of *Global Counsel (PLC Which Lawyer?)*; and was named as one of the top 25 most highly regarded global restructuring lawyers in the 2005 edition of *The International Who's Who of Business Lawyers* and as one of the top 10 worldwide restructuring lawyers in 2002 by *Global Counsel* magazine.

In addition, Mr. Butler was profiled as one of the "Dealmakers of the Year" by *The American Lawyer* in its 2004 Corporate Scorecard issue (April 2004); was named to the BTI Consulting Group's Client Service All-Star Team for 2004 based on interviews with more than 200 corporate counsel at *Fortune* 1000 companies; and was selected as one of the top 100 lawyers in Illinois in 2005 by *Law & Politics* and *Chicago* magazine.

Associate General Counsel, Commercial Finance Association (1998-2002)

Group of Thirty Six INSOL International (1995-present)

Co-Chair, 2005 INSOL World Congress

Chairman (1998 and 2003), Turnaround Management Association Tenth and Fifteenth Anniversary Conventions

Co-Chair, *The American Lawyer* and Zeughauser Group Best in the Business: Annual Practice Leaders Conference (2004-present)

Co-Chair, Renaissance American/BeardGroup Corporate Reorganizations Conference (1999-present) and Healthcare Transactions Conference (2000-present)

Executive Advisory Council, Children Affected by AIDS Foundation (2003-present)

Board of Governors, Hugh O'Brian Youth Leadership (1998-present)

Day School Advisory Board, St. Chrysostom's Day School (2005-present)

Second Century Campaign Steering Committee, Francis W. Parker School (2005-present)

John Maclean Society, Princeton University (1985-present)

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John Wm. Butler, Jr.
John K. Lyons
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- and -

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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X	:	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-____ (____)
	:	
Debtors.	:	(Jointly Administered)
	:	
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DECLARATION OF JOHN WM. BUTLER, JR. IN SUPPORT OF APPLICATION
FOR ORDER UNDER 11 U.S.C. §§ 327(a) AND 329 AND FED.R. BANKR. P. 2014
AND 2016 AUTHORIZING EMPLOYMENT AND RETENTION OF SKADDEN,
ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES
AS ATTORNEYS FOR DEBTORS-IN-POSSESSION

I, JOHN WM. BUTLER, JR., declare that:

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

1. I am a member of the firm of Skadden, Arps, Slate, Meagher & Flom LLP, which maintains an office for the practice of law at 333 West Wacker Drive, Chicago, Illinois 60606-1225. I am a member in good standing of the bars of, and am admitted to practice in, the States of Illinois and Michigan, the United States District Courts for the Northern District of Illinois and the Eastern and Western Districts of Michigan, the United States Court of Appeals for the Sixth and Seventh Circuits, and the United States Supreme Court. I submit this declaration pursuant to 11 U.S.C. §§ 327 and 329 and Fed. R. Bank. P. 2014 and 2016 in support of the Application for Order Pursuant to 11 U.S.C. §§ 327(a) and 329 Authorizing the Employment and Retention of Skadden, Arps, Slate, Meagher & Flom LLP and Affiliates as Attorneys for the Debtors-in-Possession (the "Application"), filed contemporaneously herewith by the Debtors. Except as otherwise indicated, I have personal knowledge of the matters set forth herein and if called as a witness, would testify competently thereto.¹

QUALIFICATION OF PROFESSIONALS

2. As of July 12, 2005, Skadden, Arps, Slate, Meagher & Flom LLP and its affiliates (collectively, "Skadden" or the "Firm") began representing Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates (the "Affiliate

¹ Certain of the disclosures herein relate to matters within the knowledge of other attorneys at Skadden (as defined below) and are based on information provided by them.

Debtors,"² , debtors and debtors in possession in the above-captioned cases, (collectively, the "Debtors") in their present efforts to restructure their businesses pursuant to an engagement agreement with Skadden dated as of July 12, 2005 (the "Engagement Agreement"), a copy of which is attached hereto as Exhibit A.

3. Skadden believes it has assembled a highly qualified, dedicated team of attorneys that have committed, and will continue to commit, a concentrated effort to the Engagement to represent the Debtors during their reorganization efforts. I am the co-leader of Skadden's worldwide corporate restructuring practice and have served as counsel in transactional work with debtors, sellers, purchasers, and creditors of financially troubled companies, in nonjudicial restructurings and in chapter 11 reorganization cases in several hundred transactions across North America, and in international transactions located in Asia, Australia, Europe, South America, and the Middle East. I am a Fellow of the American College of Bankruptcy and the International Insolvency Institute, served as Chairman of the Turnaround Management Association in 1996 and 1997 and as director from 1991-99 and again from 2001-04, was President and Chairman of the

² In addition to Delphi, the following entities are debtors in these related cases: ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

American Board of Certification from 1995-97, was a director of the American Bankruptcy Institute from 1991-98, was Chairman of the Governing Board of the Commercial Finance Association Education Foundation from 1994-96, and was Associate General Counsel of the Commercial Finance Association from 1996-2000.

4. Peter Allan Atkins and I will coordinate Skadden's overall representation of the Debtors. Other Skadden partners with principal responsibilities in the Engagement matters are Eric L. Cochran, N. Lynn Hiestand, John K. Lyons and Kayalyn A. Marafioti. Mr. Atkins, a corporate partner resident in the New York office, concentrates on corporate, securities, and financial practice areas, including extensive involvement in the mergers and acquisitions field. Mr. Cochran, a corporate partner resident in the New York office, has extensive experience in international transactions, mergers and acquisitions, and corporate governance matters. Ms. Hiestand, a corporate restructuring partner resident in the London office, represents buyers, sellers, borrowers and lenders, debtors, creditors, and financial advisors in a variety of international transactions, primarily those involving financially troubled companies and will lead the legal efforts in connection with international initiatives and issues. Mr. Lyons, a corporate restructuring partner resident in the Chicago office, represents debtors, creditors, sellers, purchasers, and other financial advisors in all stages of complex restructuring transactions from chapter 11 reorganizations to out of court negotiations, workouts and divestitures, and will be primarily responsible advising the Debtors at their worldwide headquarters on general aspects of the reorganization. Ms. Marafioti, a corporate restructuring partner resident in the New York office, who represents creditors, debtors, committees, equity security holders, and foreign liquidators in a wide range of restructuring transactions and

bankruptcy litigation, will be responsible for general aspects of the reorganization including coordination of the chapter 11 cases in this Court.

5. Other Skadden partners presently with engagement responsibilities include Lawrence D. Frishman (finance), John P. Furfaro (labor), Cliff Gross (tax), Neil M. Leff (executive compensation), Marian P. Wexler (real estate) and George Zimmerman (litigation). Additional lawyers will be added to Skadden's representation of the Debtors in these chapter 11 cases on an as needed basis.

6. As a result of its representation of the Debtors, Skadden has become informed about the Debtors and their businesses, and is generally familiar with the Debtors' capital structure and those material agreements relating to Skadden's engagement as disclosed to us by the Debtors.

SERVICES TO BE RENDERED

7. The Debtors have requested that Skadden render the following services in connection with these cases:

- (a) advise the Debtors with respect to their powers and duties as debtors and debtors-in-possession in the continued management and operation of their businesses and properties;
- (b) attend meetings and negotiate with representatives of creditors and other parties-in-interest;
- (c) advise and consult on the conduct of the case, including all of the legal and administrative requirements of operating in chapter 11;
- (d) advise the Debtors in connection with any contemplated sales of assets or business combinations, including the negotiation of asset, stock purchase, merger or joint venture agreements, formulate and implement bidding procedures, evaluate competing offers, draft appropriate corporate documents with respect to the proposed sales, and counsel the Debtors in connection with the closing of such sales;

- (e) advise the Debtors on matters relating to the evaluation of the assumption, rejection or assignment of unexpired leases and executory contracts;
- (f) provide advice to the Debtors with respect to legal issues arising in or relating to the Debtors' ordinary course of businesses, including attendance at senior management meetings, meetings with the Debtors' financial advisors, meetings of the board of directors, and advice on employee, workers' compensation, employee benefits, executive compensation, tax, environmental, banking, insurance, securities, corporate, business operation, contracts, joint ventures, real property, press/public affairs, and regulatory matters, and advise the Debtors with respect to continuing disclosure and reporting obligations, if any, under securities laws;
- (g) take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on their behalf, the defense of any actions commenced against those estates, negotiations concerning all litigation in which the Debtors may be involved and objections to claims filed against the estates;
- (h) negotiate and prepare on the Debtors' behalf plan(s) of reorganization, disclosure statement(s) and all related agreements and/or documents and take any necessary action on behalf of the Debtors to obtain confirmation of such plan(s);
- (i) prepare on the Debtors' behalf all petitions, motions, applications, answers, orders, reports, and papers necessary to the administration of the estates;
- (j) attend meetings with third parties and participate in negotiations with respect to the above matters;
- (k) appear before this Court, any appellate courts, and the U.S. Trustee, and protect the interests of the Debtors' estates before such courts and the U.S. Trustee; and
- (l) perform all other necessary legal services and provide all other necessary legal advice to the Debtors in connection with these chapter 11 cases and bring the Debtors' chapter 11 cases to a conclusion.

8. Subject to this Court's approval of the Application, Skadden is willing to serve as the Debtors' counsel and to perform the services described above.

DISINTERESTEDNESS OF SKADDEN

9. Except as otherwise set forth herein, the partners, counsel, and associates of Skadden (a) do not have any connection with the Debtors or their affiliates, their creditors, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, or any other party in interest, or their respective attorneys and accountants, (b) are "disinterested persons," as that term is defined in section 101(14) of the Bankruptcy Code, and (c) do not hold or represent any interest adverse to the estates.

10. Skadden represented, represents, and in the future likely will represent, certain creditors of the Debtors and other parties-in-interest in matters unrelated to the Debtors, the Debtors' reorganization cases, or such entities' claims against or interests in the Debtors. Of the Debtors' (a) affiliates, (b) officers and directors, (c) joint owners of Debtors' affiliates, (d) fifty largest unsecured creditors (on a consolidated basis as of September 2005 as determined by the Debtors), (e) counterparties to major contracts, (f) major lenders, (g) shareholders who own over 5% of the Debtors' shares, (h) professionals, (i) counterparties to major leases, (j) insurance providers, (k) major vendors, (l) major customers, (m) non-Debtor parties to collective bargaining agreements with the Debtors, (n) indenture trustees, (o) underwriters of securities, (p) major litigation parties, (r) state and governmental agencies, and (s) Judges and United States Trustees for the United States Bankruptcy Court for the Southern District of New York, Skadden currently represents or has represented the following entities (or in some cases their affiliates as indicated):

11. Officers and Directors: The current and former directors and officers of the Debtors include Jose Maria Alapont, J.T. Battenberg III, R. H. Brust, Alan S. Dawes, Richard Erwin, Robert Katz, Jeffrey Krause, Robert Steve Miller Jr., Rodney O'Neal, Brian O'Neill, John D. Opie, Roger S. Penske, John D. Sheehan, John Short and Robert Sparks. In addition, John D. Opie is an outside director of NBC, Inc., an affiliate of GE; R. H. Brust is an executive director of Eastman Kodak Co., Robert S. Miller Jr. is a current outside director of Symantec Corporation and UAL Corp. and a former outside director of Federal-Mogul Corp. and DaimlerChrysler Motors Corp.; Rodney O'Neal is an outside director of Goodyear Tire & Rubber Co.; Roger S. Penske is on the board of directors of Penske Corp. and GE Co.; Alan S. Dawes is an outside director of Autonation, Inc.; Brian O'Neill is director of Prudential International Assurance Public Ltd. Co.; J. T. Battenberg III is outside director of Sara Lee Corporation; Jeffrey Krause is executive of First Interstate Insurance Agency of Oregon; Jose Maria Alapont is Executive of Federal-Mogul Corporation; Richard Erwin is a Managing Director of Roche OY; Robert Katz is President of Liberty Supply, Inc. Skadden currently represents or has represented NBC, Inc., Eastman Kodak Co, Federal-Mogul Corp., Symantec Corporation, DaimlerChrysler Motors Corp., Waste Management, Inc., UAL Corp., Goodyear Tire & Rubber Co., Penske Corp., GE Co., Autonation, Inc., The Williams Companies Inc., Prudential International Assurance Public Ltd. Co., Sara Lee Corporation, First Interstate Insurance Agency of Oregon, Atlas Processing Company, Roche OY, and Liberty Supply, Inc. or their affiliates in matters unrelated to the Debtors.

12. Skadden represents Robert S. "Steve" Miller, Jr., Delphi's Chairman and Chief Executive Officer, on a matter unrelated to the Company involving Mr.

Miller's directorship of Waste Management, Inc. In addition, prior to the Petition Date and with the prior knowledge and consent of the Company, Skadden provided advice to John D. Sheehan, the Company's Vice President and Chief Restructuring Officer, in connection with meetings, interviews, testimony, and submissions relating to the investigation of the Company by the Securities and Exchange Commission as well as the internal investigation completed prior to July 2005 on a basis that was not adverse to the Company.

13. Joint Owners of Debtors' affiliates: Skadden currently represents RS Investment Management in matters unrelated to the Debtors and their chapter 11 cases. In addition, Skadden currently represents or in the past has represented Palm, Inc. and Royce & Assocs, believed to be affiliates of some of the Debtors' joint owners of their affiliates in matters unrelated to the Debtors and their chapter 11 cases.

14. Fifty Largest Unsecured Creditors: Skadden currently represents or has represented the following fifty largest unsecured creditors or their affiliates in matters unrelated to the Debtors and their chapter 11 cases: AK Steel Corporation; affiliates of American Axle and Manufacturing Holdings Inc.; and an affiliate of Autocam Corp; the parent company of Autoliv Asp Inc.; Engelhard Corporation and some affiliates; affiliates of Freescale Semiconductor Inc.; General Motors Corp. and affiliates³; affiliates of HSBC Bank USA, N.A.; affiliates of Infineon Technologies AG; Ispat Inland,

³ As of the date of this Affidavit, Skadden does not represent GM and will not represent GM in the future prior to the termination of the Engagement except on unrelated matters in accordance with the terms of Skadden's Engagement Agreement and after disclosure to the Debtors, the United States Trustee and the Court of the fact of any such engagement. Skadden currently represents a subsidiary of and certain financial advisors to GM on certain limited matters unrelated to the Debtors, but is free to represent the Debtors on a basis adverse to GM in the chapter 11 cases without any notice to or further consent from GM.

Inc.; Johnson Electric Holdings Ltd.; affiliates of Molex Inc.; affiliates of NEC Electronics Inc.; Olin Corp. and an affiliate; an affiliate of Panasonic Automotive; an affiliate of Pechiney Rolled Products LLC.; an affiliate of Robert Bosch Corporation; SGS Thomson; affiliates of Siemens Automotive Ltd.; affiliates of TRW Automotive; Tyco International Ltd. and affiliates; an affiliate of Waupaca Foundry Inc.

15. Counterparties to Major Contracts: Skadden currently represents or has represented the following counterparties to major contracts or their affiliates in matters unrelated to the Debtors and their chapter 11 cases: Alltel Corporation and an affiliate; affiliates of American Electric Power (AEP); affiliates of Ameritech Information Systems, Inc.; AT&T Corporation and an affiliate; AT&T Wireless and affiliates; affiliates of Cardinal Health, Inc.; Cellco Partnership (d/b/a Verizon Wireless) and affiliates; the parent company of Cinergy PSI IN; Consumers Energy Company and affiliates; Consumers Power Company and affiliates; an affiliate of the Department of Commerce/National Institute of Standards and Technology (DOC/NIST); an affiliate of the Department of Defense/Tank-Automotive and Armaments Command (DOD/TACOM); an affiliate of the Department of Energy/National Energy Technology Laboratory (DOE/NETL); an affiliate of the Department of Transportation; an affiliate of DPL Energy Resources, Inc.; affiliates of DTE Energy Co.; Entergy (MS Power & Light) USA and affiliates; affiliates of El Paso Electric Co.; an affiliate of Georgia Power Company; Honeywell International; an affiliate of Indiana Michigan Power Company; affiliates of Indiana-American Water Company; affiliates of Indianapolis Power & Light Company; an affiliate of Kokomo Gas & Fuel Co.; KPL (Western Resources); affiliates of Mississippi Power Company; an affiliate of National Aeronautics and Space Adminis-

tration (NASA); Nextel Communications, Inc.; OneOK Energy Marketing and affiliates; affiliates of Pepco Energy Services; affiliates of PSE&G; affiliates of SBC Ameritech; affiliates of SBC Global Services, Inc.; affiliates of SkyTel; an affiliate of Southern California Edison; affiliates of Sprint United; an affiliate of Tennessee Valley Authority; affiliates of Time Warner, Inc.; affiliates of Verizon; and an affiliate of Wisconsin Electric Power Co.

16. Major Lenders:⁴ Skadden currently represents or has represented the following major lenders or their affiliates in matters unrelated to the Debtors and their chapter 11 cases: several affiliates of ABN Amro Bank N.V.; Amaranth Partners LLC; affiliates of Banc One Capital Markets, Inc.; Bank of China Luxembourg S.A.; Bank of New York; Bank of Nova Scotia and affiliates; The Bank of Tokyo-Mitsubishi, Ltd. and affiliates; Barclays Bank plc. and affiliates; affiliates of Bear Stearns Investment Products; BNP Paribas and affiliates; Calyon NY Branch (f/k/a Credit Lyonnais) and affiliates; affiliates of Cargill Financial Services International, Inc.; an affiliate of Cede & Co.; Citibank N.A. and affiliates; affiliates of Citicorp Securities, Inc.; affiliates of Citicorp Vendor Finance, Inc.; Citigroup Financial Products Inc. and affiliates; affiliates of Comerica Bank; Commerzbank A.G. and affiliates; and affiliates of Compaq Financial Services Corp.; an affiliate of Dai-Ichi Kangyo Trust Co. of New York; Deutsche Bank A.G. and affiliates; Deutsche Bank Trust Company; Fifth Third Bank; several affiliates of First Chicago Capital Markets, Inc.; Goldman Sachs Credit Partners L.P.; an affiliate of

⁴ Each of the lenders included in this category is limited to a \$10 million commitment. Skadden may have represented or may represent certain of the lenders below the \$10 million threshold in matters unrelated to the Debtors and their chapter 11 cases. Skadden is in the process of conducting disclosure research with respect to the voluminous number of lenders who have extended credit to the Debtors in an amount below this threshold and will include these results in a supplemental declaration after completion.

HBK Master Fund L.P.; J.P. Morgan Chase Bank, N.A. and several of its affiliates⁵; affiliates of KeyBank National Association; affiliates of Lehman Commercial Paper, Inc.; Mizhuo Corporate Bank Ltd. (f/k/a DKB); affiliates of Morgan Stanley Senior Fundings, Inc.; the parent company and affiliates of Regions Bank; Societe Generale S.A. and affiliates; Sumitomo Mitsui Banking Corporation and an affiliate; UBS AG and several of its affiliates; an affiliate of UFJ Bank Limited; Wachovia Bank, N.A. and affiliates; an affiliate of Whitney National Bank.

17. Major Shareholders: Skadden currently represents or has represented the following major shareholders or affiliates of such major shareholders in matters unrelated to the Debtors and their chapter 11 cases: affiliates of Capital Group International, Inc.; Capital Research & Management Co.; affiliates of Dodge & Cox; and State Street Bank and Trust Co.

18. Professionals: Skadden currently represents or has represented the following professionals or affiliates of such professionals in matters unrelated to the Debtors and their chapter 11 cases: BBK Ltd.; an affiliate of Corporate Executive Board Co.; Ernst & Young LLP and an affiliate; affiliates of Fidelity Employer Services Company LLC; FTI Consulting, Inc.; KPMG LLP and affiliates; Salomon Smith Barney

⁵ Skadden also represented JP Morgan Chase Bank, N.A. in connection with a Receivables Purchase Agreement, dated as of March 31, 2003, as amended from time to time, among Delphi Receivables LLC as Seller, Delphi Corporation as Servicer, JP Morgan, Falcon Asset Securitization Corporation, ABN AMRO Bank N.V., Amsterdam Funding Corporation, The Bank of Tokyo-Mitsubishi, Ltd., and Gotham Funding Corporation. On October 6, 2005, the Debtors gave notice of their election to terminate the U.S. Facility Program pursuant to the terms of the relevant agreements upon the earlier of October 11, 2005 and the occurrence of an amortization event. The commencement of these chapter 11 cases has constituted such an amortization event and the U.S. Facility Program has terminated. As of the Petition Date, there were no borrowings under the U.S. Facility Program.

Inc. (a/k/a Citigroup) and several affiliates; affiliates of Sedgwick Claims Management Services, Inc.; and Sitrick & Company, Inc.

19. Counterparties to Major Leases: Skadden represents or has represented the following counterparties to major leases or affiliates of such counterparties to major leases in matters unrelated to the Debtors and their chapter 11 cases: affiliates of Ford Motor Land Development Corporation; an affiliate of Kilroy Relaty, L.P. (b/k/a Limar Realty Corp.); and LaSalle National Bank.

20. Insurance Providers: Skadden represents or has represented the following insurance providers or affiliates of such insurance providers in matters unrelated to the Debtors and their chapter 11 cases: an affiliate of ACE American Insurance Company; ACE USA and an affiliate of ACE USA; affiliates of AIG Excess Casualty North America; affiliates of AIU, Inc.; Allianz of America Corp. and affiliates; affiliates of American Home Assurance Co.; affiliates of American International Group, Inc. (AIG); the parent company of AON (Bermuda) Limited; the ultimate company of AON UK; an affiliate of Arch Insurance Group Inc. (U.S.); Blue Cross Blue Shield of Michigan; affiliates of Canawill, Inc.; the parent company and an affiliate of CIGNA Behavioral Health; CIGNA Corp.; Continental Casualty Co. (C.N.A.); an affiliate of Delta Dental Plans Association; affiliates of Great American Insurance Co.; affiliates of Gulf Underwriters Insurance Company; affiliates of Hewitt Associates; affiliates of Ins. Co. of the State of Pennsylvania (AIG); Liberty Mutual Insurance Company; affiliates of Marsh USA, Inc.; an affiliate of Medco Health Solutions, Inc.; the parent company of The Medstat Group Inc.; Metropolitan Life Insurance Co. (MetLife) and some of its affiliates; National Union Fire Ins. Co. (AIG) and affiliates; affiliates of Pacific Employers Insur-

ance Co. (ACE USA); PriceWaterhouseCoopers International Ltd.; affiliates of St. Paul Fire & Marine Insurance Company; affiliates of Steadfast Insurance Company (Zurich); Swiss Re Company and affiliates; affiliates of Twin City Fire Insurance (Hartford); United Health Group; affiliates of United State Aviation Insurance Group (USAIG); an affiliate of Watson Wyatt & Co.; XL Global Reinsurance Company, Ltd.; and the parent company of Zurich American Insurance Company.

21. Major Vendors: Skadden represents or has represented the following major vendors or affiliates of such vendors in matters unrelated to the Debtors and their chapter 11 cases: 3M Company; affiliates of Advanced Micro Devices, Inc.; affiliates of Advanced Polymer Systems, Inc. (n/k/a AP Pharma Inc.); Alcoa Inc. and an affiliate; affiliates of Analog Devices Inc.; Basell USA Inc.; an affiliate of Bayer AG; Best Buy Co.; affiliates of Carpenter Technology Corporation; Circuit City Stores Inc. and affiliates; Dana Corporation; Deloitte & Touche USA LLP and some of its affiliates; affiliates of Dura Automotive Systems Inc; an affiliate of ECO-BAT America LLC; Electronic Data Systems Corporation (EDS); Exxon Mobil Corp. and an affiliate; an affiliate of Federal Environmental Protection Agency; affiliate of The Furukawa Electric Co.; General Electric Capital Co. and several of its affiliates; General Electric Co. and several of its affiliates; affiliates of Georgia Gulf Corp.; Hayes Lemmerz International Inc.; affiliates of Henkel KGAA; affiliates of Hitachi Ltd.; Hub Group Inc.; an affiliate of Hyatt Legal Plans Inc.; an affiliate of Illinois Tool Works Inc.; an affiliate of International Wire Group, Inc.; affiliates of Internet Corp.; an affiliate of Kyocera Corp.; Mahle GMBH; Martinrea International Inc.; affiliates of Microchip Technology Inc.; an affiliate of Mittal Steel (b/k/a ISPAT International Ltd.); affiliates of Motorola Automotive;

Motorola Inc. and an affiliate; affiliates of National Semiconductor Corp.; NEC Corp. and affiliates; an affiliate of Plymouth Rubber Company; PricewaterhouseCoopers LLP; an affiliate of RLI Surety; an affiliate of Robert Stiftung Bosch GMBH; RSR Corporation; Safeco Insurance Co. and affiliates; affiliates of Seiko Epson Corporation; an affiliate of Sequa Corp.; affiliates of Shell Oil; an affiliate of Spartech Corp.; SPX Corp; affiliates of Standard Motor Products Inc.; an affiliate of Steel Technologies Inc.; Texas Pacific Group Ltd.; Textron Inc. and an affiliate; an affiliate of Thyssenkrupp AG; affiliates of Tower Automotive Inc.; the parent company of Trico Products Corporation; affiliates of Tyco Electronics Corp; Unigraphics Solutions Inc.; US Steel Corporation and an affiliate; and Visteon Automotive Systems, Inc.

22. Major Customers: Skadden represents or has represented the following customers or affiliates of such customers in matters unrelated to the Debtors and their chapter 11 cases: affiliates of Aftermarket Technology Corp.; affiliates of Agilent Technologies Inc.; affiliates of Arvinmeritor Inc.; affiliate of AZ Automotive Corp.; an affiliate of Michael Baker, Corp.; Benteler Industries, Inc.; Brite Smile and affiliates; an affiliate of Cambrex Bio Science Inc.; affiliates of Cardinal Health Inc.; affiliates of Caterpillar Inc.; affiliates of Coinstar, Inc.; affiliates of Cummins, Inc.; DaimlerChrysler AG; Fiat Group and affiliates; Ford Motor Company; an affiliate of Harley Davidson, Inc.; Hewlett-Packard Co. and affiliates; affiliates of HP Financial Services; Hyundai Motor America; INO Therapeutics LLC; an affiliate of International Truck & Engine Corporation; an affiliate of Intier Automotive Inc.; Johnson Controls Inc.; the parent company of Kautex Textron; affiliates of KLA Tencor Corp.; an affiliate of L-3 Communications Holdings Inc.; affiliates of Lear Corporation Automotive

Systems; and affiliates of Magna International Inc.; affiliates of Matco Tools; affiliates of Medrad Inc.; Medtronic Inc.; Mitsubishi Motors of America Credit Co.; Navistar International Corporation; affiliates of NuVasive, Inc.; affiliates of StorageTek (a/k/a Starage Technology Corp.); Sunrise Medical Ltd. and an affiliate; an affiliate of Verilink Corporation; and an affiliate of Volvo Parts North America, Inc.

23. Non-Debtor Parties to Collective Bargaining Agreements:

Skadden has not previously represented any of the non-Debtor parties to collective bargaining agreements.

24. Indenture Trustees: Skadden represents or has represented the following indenture trustees or affiliates of such indenture trustees in matters unrelated to the Debtors and their chapter 11 cases: Bank One Trust Company N.A. and affiliates; First National Bank of Chicago (a/k/a Bank One, N.A.) and several of its affiliates.; J.P. Morgan Chase; and J.P. Morgan Trust Company, N.A. and affiliates.

25. Underwriters of Securities: Skadden represents or has represented the following underwriters of securities or affiliates of such underwriters in matters unrelated to the Debtors and their chapter 11 cases: A.G. Edwards & Sons, Inc.; ABN AMRO Incorporated and affiliates; Advest, Inc. and affiliates; Banc of America Securities LLC and affiliates; Barclays Capital Inc. and affiliates; BNP Paribas Securities Corp. and affiliates; Citigroup Global Markets Inc. and affiliates; an affiliate of Comerica Securities Inc.; Credit Suisse First Boston LLC and affiliates, Deutsche Bank Securities Inc. and affiliates; HSBC Securities (USA) Inc. and affiliates; J.P. Morgan Securities Inc. and affiliates; an affiliate of Janney Montgomery Scott LLC; McDonald Investments Inc., affiliates of Merrill Lynch, Pierce, Fenner & Smith Inc.; Morgan Stanley & Co. Incorpo-

rated and affiliates; Oppenheimer & Co. Inc. and affiliates; affiliates of Quick & Reilly, Inc.; RBC Dain Rauscher Inc. and affiliates; The Royal Bank of Scotland plc. and affiliates; Scotia Capital (USA) Inc. and affiliates; SG Cowen Securities Corp. and affiliates; Stifel, Nicolaus & Co., Inc.; UBS Securities LLC and affiliates; US Bancorp Piper Jaffray Inc. and an affiliate; Utendahl Capital Partners, L.P. and an affiliate; and Wachovia Capital Markets, LLC and affiliates.

26. Major Litigation Parties: Skadden represents or has represented the following major litigation parties or affiliates of such parties in matters unrelated to the Debtors and their chapter 11 cases: an affiliate of Altria Corporate Services, a client of the firm; James Arnold Jr., who is Secretary of a company whose affiliates are clients of the firm; affiliates of Building Materials Holding Corp (d/b/a BMC West Corp.); James Burdette, who is president of Lockwood Financial Services Inc., affiliates of which company are clients of the firm, and President of Bank of New York, a client of the firm; an affiliate of The Chamberlain Group, Inc.; an affiliate of DSL Net Inc.; Eaton Corporation and affiliates; William P. Edwards, who is the President of Vendome, and an affiliate of which company is a client; affiliates of Elco textro Fastening Systems; affiliates of Elco Textron, Inc.; Terrence Evans, who is VP of Newark Road Realty Co., affiliates of which company are clients of the firm; Faurecia Exhaust Systems, Inc.; Greystone & Co.; John Harden, who is Vice President of Macquarie Aviation North America 2 Inc., an affiliate of Honeywell ACS Sensing & Control; Robert Hillman, who is President of a company, affiliates of which company are clients of the firm; Linda Hudson, who is President of General Dynamics Armament and Technical Products, Inc., affiliate of General Dynamics Corporation, a client of the firm; an affiliate of IMSS (Instituto

Mexicano del Seguro Social); an affiliate of INFONAVIT (Instituto del Fondo Nacional de la Vivienda para los Trabajadores); William Jensen is the President of Fidelity National Home Warranty, affiliates of which company are clients; Steven Kramer, who serves as executive to Thermo Vision Colorado, an affiliate of which company is a client of the firm; affiliates of Land Rover; Lockheed Martin Corp.; an affiliate of Mahle Sistemas de Filtracion de Mexico; MCI Telecommunications Corporation; an affiliate of Mercedes Benz US International (MBUSI); an affiliate of Open Hungaru (GMPT); Jerry Peter, who is President of A&M Cleaning Products, Inc, an affiliate to a Great Lakes Chemical Corporation, a client of the firm; Republic Waste Industries, Inc. (a/k/a Autonation); affiliates of Siemens VDO Automotive AG (SVDO); affiliates of SouthTrust Bank; affiliates of State of New York; affiliates of Strattec Security Corporation; Kenneth Taylor is Treasurer of Navigan International Southeast Inc., an affiliate to Navigant International, Inc., a former client of the firm; an affiliate of Tenneco Automotive Inc.; an affiliate of Gorg Warner Inc.; Anthony Whitehead, who is the Marketing Executive of Gray Texas L.P., an affiliate of which company is a client; Chris Wong, who is managing director of GT Management, affiliates of which company are clients of the firm; and Karl L. Young, who is an executive of Altria Group.

27. State and Governmental Agencies: Skadden represents or has represented the following state and governmental agencies or affiliates of such state and governmental agencies in matters unrelated to the Debtors and their chapter 11 cases: an affiliate of California Environmental Protection Agency (Cal EPA); an affiliate of Integrated Waste Management Board (IWMB) (California); affiliates of New York State Department of Environmental Conservation (NYSDEC); an entity related to the Occupa-

tional Safety and Health Administration (OSHA); and an affiliate of U.S. Department of Transportation.

28. Judges and United States Trustees for the United States Bankruptcy Court for the Southern District of New York: I am not related, and to the best of my knowledge, no attorney at the Firm is related, to any United States District Judge or United States Bankruptcy Judge in the Southern District of New York or to the United States Trustee for such district or any employee in the office thereof, except that Adlai S. Hardin III, a Corporate Restructuring associate employed by Skadden in its New York office, is the son of Judge Adlai Hardin.

29. Many of the firm's representations of the above clients consist of representations in episodic transactional matters. Skadden's representation of the above entities will not affect the firm's representation of the Debtors in these cases. Skadden does not presently represent the above entities in any matters adverse and/or related to the Debtors.

30. Skadden is one of the largest law firms in the world and has a diverse client base. Indeed, for the period beginning September 1, 2004, and ending August 31, 2005, no single client accounted for more than 3.655% of Skadden's total value of time billed to client matters for that period. With the exception of Citigroup, Inc., Credit Suisse First Boston Corporation, Daimler Chrysler AG, Deloitte Touche Tohmatsu, Deutsche Bank AG, and JP Morgan Chase, no single client referenced in this Declaration accounted for more than 1% of Skadden's total value of time billed during that same period and, of the above group, only Citigroup, Inc. and JP Morgan Chase accounted for more than 1.8% of Skadden's total value of time billed.

31. Neither Skadden nor any attorney at the firm holds or represents an interest adverse to the estates.

32. Except as set forth herein, neither Skadden nor any attorney at Firm is or was a creditor, an equity holder, or an insider of the Debtors, except that Skadden rendered legal services to the Debtors for which it was compensated. Certain Skadden partners may own Delphi common stock, either directly or indirectly. Also, partners of the firm may hold Delphi common stock in managed accounts over which they have no control over investment decisions pertaining to holdings in such accounts. Pursuant to the internal policy of Skadden, the Debtors have been placed on the firm's "restricted list" and no sale or purchase of securities or claims relating to the Debtors will be authorized or permitted during the pendency of our retention as the Debtors' counsel in the chapter 11 cases.⁶

33. Neither Skadden nor any attorney at the Firm is or was an investment banker for any outstanding security of the Debtors.

34. Neither Skadden nor any attorney at the Firm is or was, within three years before the filing of the Debtors' chapter 11 cases, an investment banker for any

⁶ It is Skadden's written Firm policy that (i) Firm personnel are not permitted to purchase any debt or equity securities of, or claims against, any company which is a debtor in a case under the U.S. Bankruptcy Code or similar proceeding under state law or the laws of foreign jurisdictions or has publicly announced that it is contemplating such action; and (ii) if Firm personnel have acquired a debt or equity security of or a claim against a company prior to a company's filing or contemplation of a chapter 11 case and the Firm subsequently concludes that the individual's ownership of such a security or claim may interfere with the Firm's retention or compensation in connection with the case, the Firm may require the individual to divest the claim or security. If the claim or security to be divested cannot be sold in the market (e.g., because the Firm is in possession of material inside information), Firm personnel may be required to divest the claim or security without receiving any consideration therefor.

security of the Debtors, or an attorney for an investment banker in connection with the offer, sale or issuance of any security of the Debtors.

35. Neither Skadden nor any attorney at the Firm is or was, within two years before the Petition Date, a director, officer or employee of the Debtors or of an investment banker of the Debtors.

36. Skadden does not have an interest materially adverse to the interests of the estates or of any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or an investment banker specified in the foregoing paragraphs, or for any other reason.

37. Pursuant to the Engagement Agreement, the Debtors waived certain non-disqualifying conflicts and agreed that Skadden may represent other present and future clients of the Firm on a basis adverse to the Debtors, including litigation, legal or other proceedings, so long as Skadden was not then and had not previously been engaged by the Debtors in the matter. However, during the pendency of the chapter 11 cases, Skadden will not represent present or future clients of the firm on matters adverse to the Debtors in these chapter 11 cases.

38. In view of the foregoing, Skadden is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code.

PROFESSIONAL COMPENSATION

39. The Engagement Agreement provided for the implementation of a retainer program pursuant to which the Debtors paid an initial retainer of \$500,000 for professional services rendered and to be rendered and charges and disbursements incurred to Skadden on behalf of the Debtors in connection with those services described in the

Engagement Agreement (the "Initial Retainer"). Thereafter, Skadden periodically invoiced the Debtors and drew down the Initial Retainer in payment of such invoices and was paid certain supplemental amounts in order to replenish the Initial Retainer (collectively, the "Supplemental Retainer") in the following amounts and on the following dates: \$1,600,000 on August 19, 2005, \$2,000,000 on September 8, 2005, and \$1,750,000 on September 27, 2005.

40. Pursuant to the Engagement Agreement, Skadden received a filing retainer of \$4,000,000 to be utilized in accordance with the Engagement Agreement to cover a portion of the projected fees, charges and disbursements to be incurred during the reorganization cases (the "Filing Retainer," and, together with the Initial Retainer and the Supplemental Retainer, the "Retainer").

41. Pursuant to the Engagement Agreement, Skadden will apply the Retainer to pay any fees, charges and disbursements which remain unpaid as of the Petition Date and will retain the remainder of the Retainer to be applied to any fees, charges and disbursements which remain unpaid at the end of the reorganization cases. As of October 7, 2005 (the last date on which the firm's books and records were reviewed in connection with the preparation of this declaration), after application of all prepetition fees, charges and disbursements incurred and posted as of that date (including estimated fees, charges and disbursements billed as of October 8, 2005 prior to the commencement of these cases), the amount of the Retainer was \$4,033,019.

42. According to Skadden's books and records, for the period July 12, 2005 through October 8, 2005, the total amount of services billed to the Debtors in connection with contingency planning was \$2,845,087 with an additional \$227,668 in

charges and disbursements. During the same period, the total aggregate amount of all services billed was \$5,500,654 plus charges and disbursements in the amount of \$315,327. Skadden's books and records further reflect that for the period July 12, 2005 through October 8, 2005, Skadden received an aggregate of \$9,850,000 from the Debtors, including payments received for services rendered prior to the filing on October 8, 2005, and is inclusive of the Retainer balance of \$4,033,019. The aggregate amount applied to fees, charges and disbursements for the same period was \$5,816,981, exclusive of the Retainer balance of \$4,033,019. Any portion of the prepetition amounts received by Skadden that has not yet been applied to prepetition fees and expenses will be applied when such amounts are identified. Should any balance remain after such application, the remainder will be held as a retainer for and be applied against postpetition fees and expenses that are allowed by this Court.

43. Pursuant to the Engagement Agreement, Skadden provides the Debtors with periodic (no less frequently than monthly) statements for services rendered and charges and disbursements incurred. During the course of the reorganization cases, the issuance of periodic statements shall constitute a request for an interim payment against the reasonable fees to be determined at the conclusion of the representation. For professional services, Skadden's fees are based in part on its guideline hourly rates which are periodically adjusted. Skadden will be providing professional services to the Debtors under its standard bundled rate schedule and, therefore, Skadden will not be seeking to be separately compensated for certain staff, clerical and resource charges. Presently, as set forth on Exhibit B, the hourly rates under the bundled rate structure range from \$585 to \$835 for partners and of counsel, \$560 to \$640 for counsel and special counsel, \$295 to

\$540 for associates, and \$90 to \$230 for legal assistants and support staff. The hourly rates set forth above are subject to periodic increases in the normal course of the Firm's business, often due to the increased experience of a particular professional.

44. Skadden intends to apply to this Court for allowance of compensation for professional services rendered and reimbursement of charges and disbursements incurred in these chapter 11 cases in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules for the Southern District of New York, and the United States Trustee Guidelines. Skadden will seek compensation for the services of each attorney and paraprofessional acting on behalf of the Debtors in these cases at the then-current bundled rate charged for such services on a non-bankruptcy matter.

45. The hourly rates set forth above are the Firm's standard bundled hourly rates for work of this nature. These rates are set at a level designed to compensate Skadden fairly for the work of its attorneys and legal assistants and to cover fixed and routine overhead expenses including those items billed separately to other clients under the Firm's standard unbundled rate structure. Consistent with the Firm's policy with respect to other clients, Skadden will continue to charge the Debtors for all other services provided and for other charges and disbursements incurred in the rendition of services. These charges and disbursements include, among other things, costs for telephone charges, photocopying (at a reduced rate of \$0.10 per page for black and white copies and higher commensurate charges for color copies), travel, business meals, computerized research, messengers, couriers, postage, witness fees, and other fees related to trials and hearings. Charges and disbursements are invoiced pursuant to Skadden's Policy State-

ment Concerning Charges and Disbursements. (The "Policy Statement Concerning Charges and Disbursements" is attached as Exhibit B to the Engagement Agreement.) Certain charges and disbursements are not separately charged for under the bundled rate structure as described in the Engagement Agreement.

46. Skadden has agreed to accept as compensation such sums as may be allowed by this Court on the basis of the professional time spent, the rates charged for such services, the necessity of such services to the administration of the estate, the reasonableness of the time within which the services were performed in relation to the results achieved, and the complexity, importance, and nature of the problems, issues, or tasks addressed in these cases.

47. Other than as set forth above, no arrangement is proposed between the Debtors and Skadden for compensation to be paid in these cases.

48. Except for such sharing arrangements among Skadden, Arps, Slate, Meagher & Flom LLP, its affiliates, and their respective members, Skadden has no agreement with any other entity to share any compensation received, nor will any be made, except as permitted under section 504(b)(1) of the Bankruptcy Code.

49. Skadden has instituted and is carrying on further inquiries of its partners and associates with respect to the matters contained herein, including the approximately 1,600 attorneys in the firm's 23 domestic and international offices. Skadden will file supplemental declarations regarding this retention if any additional relevant information comes to its attention. Additionally, as a matter of retention and disclosure policy, Skadden will periodically review its past and present connections with entities materially participating in these cases from time to time and will file supplemen-

tal disclosure declarations, if warranted, contemporaneously with the filing of its professional interim fee applications.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed on October 8, 2005, at New York, New York.

s/ John Wm. Butler, Jr.

John Wm. Butler, Jr.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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As of July 12, 2005

PRIVILEGED AND CONFIDENTIAL

Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

Attention: Mr. Robert S. Miller, Jr.
Chairman and CEO
and
Logan G. Robinson, Esq.
Vice President and General Counsel

Re: Engagement Agreement with Skadden

Ladies and Gentlemen:

We are pleased that Delphi Corporation, for itself and each of its subsidiaries for which there is no disqualifying conflict and which Skadden, Arps, Slate, Meagher & Flom LLP and its affiliated law practices ("Skadden" or the "Firm") has agreed to represent (collectively, the "Company"), has decided to engage Skadden as special counsel in connection with the matters described below in the "Scope of Engagement" section of this Engagement Agreement and such other matters as are assigned to us in the future and that we agree to undertake (the "Engagement"). Accordingly, the Engagement is limited to those specific matters enumerated in and/or contemplated by this Engagement Agreement.

This letter sets forth the terms of our engagement arrangements for all matters (whether pending or prospective), including staffing, fees and waivers, the scope of our engagement, the basis on which the Firm will present its bills for fees, related charges and disbursements, and certain limitations on the Firm's services arising from

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potential conflicts of interest. As usual, our Engagement is to represent the Company and not its individual directors, officers, employees or shareholders. However, we anticipate that in the course of that Engagement, we may provide information or advice to directors, officers or employees in their corporate capacities or as otherwise consented to by the Company including as described below.

Scope of Engagement

We have agreed to represent the Company as special counsel in the Company's efforts to work out its present financial circumstances, which may include restructuring its financial affairs and capital structure and providing legal advice to the Company with respect to proposals from one or more third-party investors, in addition to future representation of the Company on matters for which the Firm may be engaged by the Company not related to the Company's efforts to work out its present financial circumstances. The services to be provided by the Firm in connection with the Engagement will encompass all services normally and reasonably associated with this type of engagement which the Firm is requested and is able to provide and which are consistent with its ethical obligations. As legal counsel, we are not in a position to, and the Company has not retained us to, provide financial advice. With respect to all matters of our Engagement, we will coordinate closely with the Company as to the nature of the services to be rendered by us and the scope of our engagement.

The Engagement may involve advice as to corporate transactions and corporate governance, negotiations, out-of-court agreements with creditors, equity holders, prospective acquirers and investors, review of documents, preparation of agreements, review and preparation of pleadings, court appearances and such other actions as both of us deem necessary and desirable. While the Company has advised us that it is actively pursuing a transformation strategy under the leadership of the Board of Directors and executive management of the Company (including through the Delphi Strategy Board) to address growth objectives, resolve certain financial issues and maximize the enterprise value of the Company for its stakeholders, we agree that the Engagement also will include advice to, and representation of the Company, as debtors and debtors-in-possession, should the Company seek relief pursuant to the provisions of the Bankruptcy Code subject to confirmation of our retention by the Board of Directors in the enabling resolutions adopted by the Board of Directors authorizing the commencement of chapter 11 cases and the approval of our retention by the Bankruptcy Court.

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If the Company determines that reorganization cases under chapter 11 of the Bankruptcy Code are appropriate, we will prepare for the filing of the chapter 11 petitions, including review of documents and preparation of the petitions with supporting schedules and statements. During the cases and subject to our ethical obligations discussed above, we will advise and consult on the conduct of the cases, including all of the legal and administrative requirements of operating in chapter 11; prepare such administrative and procedural applications and motions as may be required for the sound conduct of the cases; prosecute and defend litigation that may arise during the course of the cases; consult with you concerning and participate in the formulation, negotiation, preparation and filing of a plan or plans of reorganization and disclosure statement(s) to accompany the plan(s); review and object to claims; analyze, recommend, prepare, and bring any causes of action created under the Bankruptcy Code; take all steps necessary and appropriate to bring the cases to a conclusion; and perform the full range of services normally associated with matters such as this which the Firm is in a position to provide.

In the event that chapter 11 cases are commenced and our retention is authorized, our representation will include, as noted above, serving as principal bankruptcy counsel to the debtors-in-possession under a general retainer, subject to court approval. Such representation also will encompass all out-of-court planning and negotiations attendant to these tasks. Although it is hoped that litigation can be avoided, subject to ethical constraints regarding conflicts of interest, we also will be available to serve the Company in any litigation capacities that become necessary to the extent that any required court approval is obtained.

Case Management and Coordination of Outside Counsel

The Company is presently using more than one law firm for representation of its interests on substantive matters including, particularly, the law firm of Shearman & Sterling LLP. It is likely that more than one law firm may be needed for such representation, particularly to represent the Company in connection with the numerous labor-intensive day-to-day tasks associated with the Company's present restructuring efforts and other matters including pending litigation, government investigations and related actions and proceedings.

Other than the general representation of the Company by Skadden as restructuring counsel and in the cases, if filed (subject to confirmation of our retention by the Board of Directors in the enabling resolutions adopted by the Board of Directors authorizing the commencement of any chapter 11 cases), the Company will continue to

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have discretion to assign specific tasks to co-counsel, adjunct counsel, or special counsel (collectively, "Other Counsel"), as the case may be. If, as outlined below, we are unable to obtain court approval for all matters in potential chapter 11 cases that you wish us (and we agree) to undertake, our representation would include as many of those matters as are approved.

We are committed to working with the Company and in full cooperation with Other Counsel to manage the Engagement on a cost-efficient and productive basis. To the extent possible, given the nature and magnitude of the Engagement, steps have been taken and should continue to be taken by the Company to coordinate tasks and, when practical, to divide these tasks to avoid unnecessary duplication of effort between us and Other Counsel. As of part of this case management protocol, we agree to provide periodic information to the Company and consult with the Company's executive management team regarding work plans, professional staffing, and professional fee accruals and forecasts (as discussed below) in order to assist the Company in coordinating the Engagement on a cost-efficient and productive basis.

Engagement Personnel

Jack Butler and I will coordinate all Engagement matters on behalf of Skadden. Additional lawyers, including those in other practice areas, will be added to the Engagement on an as needed basis. We have agreed to the Company's request that, to the extent practicable under the circumstances and exigencies facing the Company, we staff the Engagement with a working group of professionals that are prepared to commit a concentrated effort to the Engagement as the Company believes that there are efficiencies of identification with, and dedication to the Engagement. We have also agreed to provide the Company with an organizational chart of lawyers assigned to the Engagement and to promptly update the organizational chart as to any changes in staffing as to which we agree to consult with and obtain the concurrence of the Company.

Fees, Charges and Disbursements

Our fees will be based primarily on the time involved in the Engagement and our bundled hourly time charges. A list of our current bundled hourly time charges using the Firm's bundled rate structure as of January 1, 2005 is attached as Exhibit A. As part of the Firm's ordinary business practices, hourly time charges are periodically reviewed and revised, and we presently plan to do so effective as of September 1, 2005.

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If the Engagement results in one or more transactions or a direct economic benefit to the Company, with your concurrence as provided below, our fee would reflect a variety of factors. These factors include bundled hourly time charges, the overall benefit to the Company of the transaction, the Company's subjective appraisal of our contribution to the transaction, the cost-control and efficiency exercised in our execution of the Engagement in connection with the transaction, the personal contribution of the Skadden partners coordinating and managing the Engagement, our success in collaboration with the Company's management and integration with the Company's legal staff, and the views of our client. As to each of these factors, we consider it very important and would not submit a final statement for services rendered in excess of our bundled hourly time charges without having discussed our fee in advance with the Company based on the factors mentioned above and obtaining your concurrence.

As to billing, we will submit a client level on-account statement for all Engagement matters approximating bundled hourly time charges for payment on not less than a monthly basis, and at each matter's conclusion, we will submit a final statement for services rendered which will be based upon our bundled hourly time charges and, if appropriate, the factors outlined above, and which would credit all prior payments. Each statement submitted would be accompanied by a summary of attorney time showing the time worked by each lawyer working on an Engagement matter and the guideline hourly rate for each lawyer. In addition, our billing statements will include charges and disbursements incurred by us in the course of performing legal services in accordance with our standard practice as described in the summary attached as Exhibit B, which may be periodically updated.

From time to time, the Company may request a fee range estimate for a particular Engagement matter. Any such estimate would be premised upon certain assumptions, including, but not limited to, completion of the matter by a particular target date, no unusual issues or problems arising, no litigation, counsel for the other parties sufficiently experienced and competent to perform such counsel's normal functions in this type of matter and so forth. In such situations, we will respond promptly to the Company's request in writing although it is agreed that such estimates shall not constitute a fee cap or amendment of this Engagement Agreement and all such discussions and written estimates would be handled through Jack Butler or the undersigned in respect of the overall Engagement on behalf of the Firm.

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Fee Structure and Retainers

It is customary in matters of this nature for us to receive a reasonable retainer / on account payment and to be paid promptly for services rendered and charges and disbursements incurred on behalf of the Company, including payment for the services rendered and charges and disbursements incurred prior to the date hereof. Given the size and complexity of the Company's affairs, we have requested a payment in the amount of \$500,000, representing a retainer / on account payment for professional services rendered and to be rendered and charges and disbursements incurred by us to the Company's account in connection with our representation of the Company including with respect to any consensual non-judicial restructuring as well as any initial preparation that you authorize for cases under chapter 11 of the Bankruptcy Code that may be filed by or against the Company (the "Initial Retainer"). The Company agrees to supplement the Initial Retainer from time to time during the course of the Engagement in such amounts as we mutually shall agree are reasonably necessary to maintain the Initial Retainer at a level that will be sufficient to fund Engagement fees, charges and disbursements to be incurred for time periods to be covered by the Initial Retainer.

Should the Company subsequently decide to seek chapter 11 relief, we will also require an additional retainer / on account payment to supplement the Initial Retainer in order to cover Engagement fees, charges and disbursements to be incurred during the initial phase of the reorganization cases (the "Filing Retainer"). We will determine and discuss the amount of the Filing Retainer with you prior to the initiation of any chapter 11 case or at such earlier time as either we or the Company deems appropriate or desirable. Of course, the reasonableness of the Filing Retainer remains subject to review by the court in any ensuing cases.

In the future, we will send the Company periodic invoices (not less frequently than monthly) for services rendered and charges and disbursements incurred on the basis discussed above. Each invoice constitutes a request for an interim payment against the reasonable fee to be determined at the conclusion of our representation. Upon transmittal of the invoice, unless the Company elects to promptly pay the presented statement by wire transfer, the Firm shall draw upon the Initial Retainer (as may be supplemented from time to time by supplemental retainers) in the amount of the invoice. The Company agrees upon submission of each such invoice, if so requested by the Firm, to wire the invoice amount to us as replenishment of the Initial Retainer (together with any supplemental amount to which the Firm reasonably requests), without prejudice to the Company's right to advise us of any differences it may have with respect to such

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invoice. We have the right to apply to any outstanding invoice (including amounts billed prior to the date hereof), up to the remaining balance, if any, of the Initial Retainer (as may be supplemented from time to time by supplemental retainers) at any time subject to (and without prejudice to) the Company's opportunity to review our statements.

In the event that the Company subsequently determines to seek bankruptcy court protection and subject to the terms of any professional compensation order entered in the Company's chapter 11 cases, the issuance of our periodic invoice shall constitute a request for an interim payment against the reasonable fee to be determined at the conclusion of the representation. Although the Company may pay us from time to time for services rendered in our capacity as special counsel for various matters, some fees, charges, and disbursements incurred before the filing of bankruptcy petitions (voluntary or involuntary) may remain unpaid as of the date of the bankruptcy filings. Any portion of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) not otherwise properly applied will be held by us for the payment of any such unpaid fees, charges and disbursements (whether or not billed).

If orders for relief relating to the Company are entered, the unused portion, if any, of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) will be applied to any unpaid prepetition invoices and unbilled fees, charges and disbursements, although any requisite court permission will be obtained in advance. Postpetition fees, charges and disbursements will be due and payable immediately upon entry of an order containing such court approval or at such time thereafter as instructed by the court, it being agreed and understood that the unused portion, if any, of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) shall be held by us and applied against the final fee application filed and approved by the court. The Company understands that while the arrangement in this paragraph may be altered in whole or in part by the bankruptcy court, the Company shall nonetheless remain liable for payment of court approved postpetition fees and expenses. Such items are afforded administrative priority under 11 U.S.C. § 503 (b)(1). The Bankruptcy Code provides in pertinent part, at 11 U.S.C. § 1129(a)(9)(A), that a plan of reorganization cannot be confirmed unless these priority expenses are paid in full (unless such claimants agree to different treatment) in cash on the effective date of any reorganization plan.

If a dispute develops about our fees, you may be entitled under Part 137 of the Rules of the Chief Administrator of the New York Courts to arbitration of that

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dispute if it involves more than one thousand and less than fifty thousand dollars. We acknowledge that following the substantial completion of the restructuring activities currently being pursued by the Company and in the circumstance that the scope of our Engagement is materially reduced, the retainer program described in this letter shall be superceded by an arrangement where the Firm is paid monthly in arrears for services rendered and charges and disbursements advanced.

Confidentiality and Related Matters

Confidential communications between a client and counsel are ordinarily privileged, but the commencement of a bankruptcy case may severely limit this attorney-client privilege. Specifically, if a trustee is appointed in any case concerning a corporate debtor or partnership, the trustee will be able to obtain from us or other counsel and disclose to others information communicated by the Company to counsel. Some courts also have held that an examiner may invade the attorney-client privilege.

Because of the nature of the Firm's practice (involving more than 1,600 lawyers throughout the United States and in various international offices), from time to time we concurrently may represent one client in a particular matter and the adversary of that client in an unrelated matter. Thus, for example, while representing the Company, we may represent a third party who is adverse to the Company in a matter unrelated to the matters covered by this Engagement Agreement. In addition, while representing the Company, we may represent an account debtor of the Company as a debtor in a reorganization case or in connection with out-of-court negotiations with such entity's creditors concerning that entity's ability to pay its debts generally.

Despite any such concurrent representation, we strictly preserve all client confidences and zealously pursue the interests of each of our clients. The mutual understanding reflected in this Engagement Agreement, including the waivers set forth below, are, of course, premised on the Firm's adherence to its professional obligation not to disclose any confidential information or to use it for another party's benefit.

With respect to third parties and based on our initial discussions concerning the Company's capital structure and given the Company's business relationships, we have identified certain entities involved with the Company (or are competitors of the Company) as our clients on matters unrelated to the Company including, but not limited to Autoliv, Inc., Citicorp USA, Inc., Credit Suisse, Deutsche Bank AG New York Branch, Hayes Lemmerz International, Inc., HSBC Bank USA, National Association and

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JPMorgan Chase Bank, N.A., as well as other entities that are providing financial accommodations and services to the Company or have other material relationships. We also represented JP Morgan Chase Bank, N.A. in connection with a Receivables Purchase Agreement, dated as of March 31, 2003, as amended from time to time, among Delphi Receivables LLC as Seller, Delphi Corporation as Servicer, JP Morgan, Falcon Asset Securitization Corporation, ABN AMRO Bank N.V., Amsterdam Funding Corporation, The Bank of Tokyo-Mitsubishi, Ltd., and Gotham Funding Corporation.

While we represent certain of the Company's customers, including DaimlerChrysler Corporation and Ford Motor Company on matters unrelated to the Company, we confirm that, as of the date of this agreement, the Firm does not represent General Motors Corporation ("GM") and will not represent GM in the future prior to the termination of this agreement except on unrelated matters in accordance with the terms of this agreement and after disclosure to you of the fact of any such engagement. As previously noted to you, the Firm currently represents a subsidiary of and certain financial advisors to GM on certain limited matters unrelated to the Company, but is free to represent the Company in the Engagement on a basis adverse to GM, other than in certain non-bankruptcy litigation or proceedings, without any notice to or further consent from GM. As to the Company's directors and officers, we are representing an officer of the Company on a matter unrelated to the Company involving the officer's directorship of another company and, with the prior knowledge and consent of the Company, we are providing advice to an officer of the Company in connection with meetings, interviews, testimony, and submissions relating to the investigation of the Company by the Securities and Exchange Commission as well as the internal investigation completed prior to the date of this letter on a basis that is not adverse to the Company.

Accordingly, while for purposes of this Engagement Agreement, the Company should assume that we represent a substantial number of the Company's creditors, customers and stakeholders on matters unrelated to the Company, we will, at the Company's request, furnish you with a list of relevant clients when we receive updated information from the Company from time to time regarding its creditors and other stakeholders. In the event that chapter 11 cases are commenced, we will prepare a disclosure summary which will be publicly disclosed and will be updated periodically thereafter in connection with the filing of interim fee applications and as otherwise required.

We do not provide certain kinds of opinion letters in connection with restructuring and bankruptcy reorganization cases to clients or to others who may wish to rely upon such letters. We do not alter this policy except under very unusual circumstances and then only upon further written agreement.

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Waivers and Related Matters

The Firm represents a broad base of clients on a variety of legal matters. Accordingly, absent an effective conflicts waiver, conflicts of interest may arise that could adversely affect your ability and the ability of other clients of the Firm to choose the Firm as its counsel and preclude the Firm from representing you or other clients of our Firm in pending or future matters. Given that possibility, we wish to be fair not only to you, but to our other clients as well. Accordingly, this letter will confirm our mutual agreement that the Firm may represent other present or future parties on matters other than those for which it had been or then is engaged by the Company, whether or not on a basis adverse to the Company or any of its affiliates, including in litigation, legal or other proceedings or matters, which are referred to as "Permitted Other Representation." In furtherance of this mutual agreement, the Company agrees that it will not for itself or any other party assert the Firm's representation of the Company, either previously, in its then existing representation in the Engagement, or in any other matter in which the Company retains the Firm, as a basis for disqualifying the Firm from representing another party in any Permitted Other Representation and agrees that any Permitted Other Representation does not constitute a breach of duty. Permitted Other Representation would include, without limitation, representing a client over which the Company might be seeking to acquire influence or control, or from which the Company may wish to buy assets, or representing a client regarding its interest at the time in acquiring influence or control over an entity in which the Company then has a similar interest. Notwithstanding the foregoing waivers, the Firm agrees that, during the pendency of any chapter 11 reorganization cases involving the Company in which the Firm is acting as bankruptcy and restructuring counsel pursuant to a general retainer pursuant to 11 U.S.C. § 327 (a), the Firm will not represent present or future clients of the Firm on matters adverse to the Company in such chapter 11 reorganization cases.

Our representation of the Company is premised on the Firm's adherence to its professional obligation not to disclose any confidential information or to use it for another party's benefit without the Company's consent. Provided that the Firm acts in the manner set forth in this paragraph, the Company would not for itself or any other party assert that the Firm's possession of such information, even though it may relate to a matter for which the Firm is representing another client or may be known to someone at the Firm working on the matter, (a) is a basis for disqualifying the Firm from representing another of its clients in any matter in which the Company or any other party has an interest; or (b) constitutes a breach of any duty owed by the Firm.

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With respect to parties affiliated with the Company generally, including parties owned by the Company and parties that hold direct or indirect interests in the Company, it is our understanding that the Firm is not being asked to provide, and will not be providing, legal advice to, or establishing an attorney-client relationship with, any such affiliated party or person in their individual capacity and will not be expected to do so unless the Firm has been asked and has specifically agreed to do so. Finally, it is our understanding that if the Firm acts as counsel for any other party as to which the Company then owns completely, directly or indirectly, all of the common stock or similar voting interest (other than directors' qualifying shares, if any), the mutual agreement reflected in this letter, including the waivers, would apply to that party as well.

* * *

The provisions of this letter will continue in effect, including if the Firm's representation of the Company was ended at your election (which, of course, the Company would be free to do at any time) or by the Firm for Good Cause (which would be subject to ethical requirements). Good Cause includes the Company's breach of this agreement (including any material change in our engagement responsibilities (which would include the commencement of chapter 11 cases in which we were not retained as primary Section 327(a) counsel) without our consent or the failure to pay any payment when due under this Engagement Agreement), the Company's refusal or failure to cooperate with us or provide us with continuing access to the Board of Directors and senior management officers of the Company as appropriate, any fact or circumstance that would render our continuing representation unlawful or unethical, or, in our reasonable judgment, resignation of the engagement becomes necessary or appropriate. Any unused portion of the retainers we have received will be applied to our outstanding fees, charges and disbursements and the Company will promptly pay to us the remaining balance owed to us, if any. To the extent that the remaining amount of the retainers exceeds the amount of such fees, charges and disbursements, we will pay such amount to the Company. In addition, the provisions of this Engagement Letter will apply to future engagements of the Firm by the Company unless we mutually agree otherwise.

The Company agrees to make appropriate employees available to us to assist in factual inquiries and factual determinations, court hearings and appearances, transactions and dealings in relation to the subject matter with regard to which we have been retained.

Delphi Corporation
As of July 12, 2005
Page 12

This agreement shall be governed by and interpreted in accordance with the laws of the State of New York without regard to its conflicts of laws principles. For purposes of this letter, references to Skadden or the Firm include our affiliated law practice entities. There are no representations or promises other than as expressly set forth herein.

If the foregoing terms of our representation meet with your approval and accurately represent your understanding of the Company's retention agreement with us, we would appreciate your signing one copy of this Engagement Agreement and returning it to us.

Delphi Corporation
As of July 12, 2005
Page 13

Again, we very much appreciate the opportunity to work with Delphi Corporation and look forward to doing so.

With best regards,

Sincerely yours,

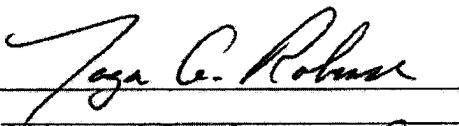
Peter Allan Atkins

Attachments

cc: John Wm. Butler, Jr., Esq.

AGREED AND ACKNOWLEDGED:

Delphi Corporation., for itself
and its subsidiaries

By: 
Its: VP & GENERAL COUNSEL

Dated: As of July 12, 2005

CONFIDENTIAL

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
& AFFILIATES

STANDARD BUNDLED HOURLY TIME CHARGE SCHEDULE*

January 1, 2005

	<u>Rate</u>
<u>PARTNERS and OF COUNSEL:</u>	\$540 - \$825
<u>COUNSEL/SPECIAL COUNSEL:</u>	\$535 - \$640
<u>ASSOCIATES:</u>	
<u>Level</u>	
9	\$495
8	495
7	480
6	460
5	430
4	395
3	375
2	335
1	265**
<u>LEGAL ASSISTANTS:</u>	\$ 90 - \$195

* These are the Firm's standard hourly fee rates for most attorneys and legal assistants in the Firm's "bundled rate" structure for clients who are not billed separately for certain charges (e.g., secretarial and word processing time preparing legal documents, proofreading, facsimile services, overtime meals and overtime travel allowances). In-house reproduction under the bundled rate structure is charged at \$0.10 per page. Please note that in a limited number of cases or for specific types of work (e.g., M&A transactions, certain types of tax matters, etc.), individual rates may be higher or lower than those stated.

** First year associates will move to \$295/hr. at the later of April 1st, 2005 or the date of passing bar exam.

SKADDEN ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES
Policy Statement Concerning Charges and Disbursements
Under Standard Bundled Rate Structure
Effective 9/1/03

Skadden Arps bills for reasonable charges and disbursements incurred in connection with an engagement. Clients are billed for external charges at the actual cost billed by the vendor except in a few cases noted below; charges for internal support services are billed at rates derived from internal cost analyses or at rates set at or below comparable outside vendor charges.

I. Research Services. Charges for on-line computerized research (LexisNexis, Westlaw and financial services) and use of outside research services and materials are billed at the actual amounts charged by vendors, which have been reduced by discounts the Firm receives from vendors.

SEC filings retrieved using the Disclosure system in our library are charged based on standard vendor rates derived from an internal cost analysis.

The State of Delaware Database provides computer access to a corporations database in Dover, Delaware. The charge for this service is \$50 per transaction, which is the average amount charged by outside services.

II. Travel-Related Expenses. Out-of-town travel expenses are billed at actual cost and include air or rail travel, lodging, car rental, taxi or car service, tips and other reasonable miscellaneous items associated with travel. Corporate and/or negotiated discounted rates are passed on to the client. Specific Firm policies for expenditures relating to out-of-town travel include:

- **Air Travel.** Coach travel is used for all U.S. domestic flights unless upgrades are available at little additional cost or prior client approval is obtained for a different class. For international flights from the United States, business class is used. Travel by attorneys based outside the United States is consistent with these policies.
- **Lodging.** Overnight accommodations are generally booked with hotels with which the Firm has a corporate rate or, when this is not possible, with hotels suggested by the client.

Local travel charges include commercial transportation and, when a private car is used, mileage, tolls and parking. Specific policies govern how and when a client is charged for these expenses; these include:

- **Fares** for commercial transportation (e.g., car service, taxi or rail) are charged at the actual vendor invoice amount. The charge for private car usage is the IRS rate allowance per mile (or the equivalent outside the United States) plus the actual cost of tolls and parking.

- Round-trip transportation to the office is not charged separately for attorneys who work weekends or holidays, nor is transportation home on business days when an attorney works past a certain hour (typically 8:30 p.m.).

- Local travel for support staff is not charged when a staff member works after 8:00 p.m. specifically for the client.

III. Word Processing and Secretarial and other Special Task-Related Services. Routine secretarial tasks (correspondence, filing, travel and/or meeting arrangements, etc.) are not charged to clients. There is no separate charge for word processing and secretarial services associated with preparing legal documents.

Multi-function personnel, such as qualified secretaries and word processors, may also perform other specialized tasks (such as EDGAR filings or legal assistant services). Such work is recorded in the appropriate billing category (for example, legal assistant services are recorded as fee in "Legal Assistant Support" on bills).

IV. Reproduction and Electronic Document Management. Photocopying services (including copying, collating, tabbing and velo binding) performed in-house is charged at 10 cents per page, which represents the average internal cost per page. Color photocopies are charged at 50 cents per page (based on outside vendor rates). Photocopying projects performed by outside vendors are billed at the actual invoice amount. Special arrangements can be made for unusually large projects.

Electronic Data Management services (e.g., scanning, OCR processing, printing from scanned files, and conversions) performed by outside vendors are billed at the actual invoice amount and those performed in-house are billed at rates comparable to those charged by outside vendors.

V. Electronic Communications: Clients are charged for communications services as follows:

- **Telephone Charges.** There is no charge for local telephone calls or facsimile services. Long distance telephone calls made from the Firm are charged based on applicable rates in tariff tables and are allocated

within a client based on the hours worked by attorneys on various matters for that client. Collect, credit card and third party calls are charged at the vendor rate plus applicable taxes and are assigned to the specific matter for which such charges were incurred.

- *Facsimile Charges.* *There is no charge for outgoing or incoming facsimiles.*

VI. Postage and Courier Services. *Outside messenger and express carrier services are charged at the actual vendor invoice amount which frequently involves discounts negotiated by the Firm. Postage is charged at actual mail rates. On certain occasions, internal staff may be required to act as messengers; a standard rate is charged for their time.*

VII. UCC Filing and Searches. *Charges for filings and searches, in most instances, are based on standard amounts determined by the vendor. Unusual filings and searches will be charged based on vendor invoice.*

VIII. Meals. *Business meals with a client are charged at actual cost. Luncheon and dinner meetings with the client at the Firm are charged based on the costs developed by our food service vendor. Breakfast, beverage and snack services at the Firm's offices are not charged, except in unusual circumstances. Overtime meals are not charged separately to clients.*

IX. Direct Payment by Clients of Other Disbursements. *Other major disbursements incurred in connection with an engagement will be paid directly by the client. (Those which are incurred and paid by the Firm will be charged to the client at the actual vendor's invoice amount.) Examples of such major disbursements that clients will pay directly include:*

- *Professional Fees* *(including disbursements for outside professional services such as local counsel, accountants, witness and other professional fees).*
- *Filing/Court Fees* *(including disbursements for agency fees for filing documents, standard witness fees, juror fees).*
- *Transcription Fees* *(including disbursements for outside transcribing agencies and courtroom stenographer transcripts).*
- *Other Disbursements* *(including any other required out-of-pocket expenses incurred for the successful completion of a matter).*

* * * * *

CONFIDENTIAL

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
& AFFILIATES

STANDARD BUNDLED HOURLY TIME CHARGE SCHEDULE*

September 1, 2005

	<u>Rate</u>
<u>PARTNERS and OF COUNSEL:</u>	\$585 - \$835
<u>COUNSEL/SPECIAL COUNSEL:</u>	\$560 - \$640
<u>ASSOCIATES:</u>	
<u>Level</u>	
8	\$540
7	510
6	485
5	465
4	440
3	410
2	375
1	295**
<u>LEGAL ASSISTANTS:</u>	\$ 90 - \$230

* These are the Firm's standard hourly fee rates for most attorneys and legal assistants in the Firm's "bundled rate" structure for clients who are not billed separately for certain charges (e.g., secretarial and word processing time preparing legal documents, proofreading, facsimile services, overtime meals and overtime travel allowances). In-house reproduction under the bundled rate structure is charged at \$0.10 per page. Please note that in a limited number of cases or for specific types of work (e.g., M&A transactions, certain types of tax matters, etc.), individual rates may be higher or lower than those stated.

** First year associates will move to \$335/hr. after being admitted to the Bar.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
	:
In re	:
	:
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
	:
-----X	

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

FINAL ORDER UNDER 11 U.S.C. §§ 327(a) AND 329
AND FED. R. BANKR. P. 2014 AND 2016 AUTHORIZING EMPLOYMENT
AND RETENTION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
AND AFFILIATES AS ATTORNEYS TO DEBTORS

("SKADDEN RETENTION FINAL ORDER")

Upon the application, dated October 8, 2005 (the "Application"), of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for a final order (the "Final Order") under 11 U.S.C. §§ 327(a) and 329 and Fed. R. Bankr. P. 2014 and 2016, authorizing each of the Debtors to employ and retain the law firm of Skadden, Arps, Slate, Meagher & Flom LLP and Affiliates ("Skadden") under a general retainer as their attorneys; and upon the Affidavit Of Robert S. Miller, Jr. In Support Of Chapter 11 Petitions and First Day Orders, sworn to October 8, 2005, and the Declaration of John Wm. Butler, Jr., a member of the Firm, dated October 8, 2005, in support of the Application (the "Butler Declaration"); and this Court being satisfied with

the representations made in the Application and the Butler Declaration that such attorneys represent no interest adverse to any of the Debtors' estates, that they are disinterested persons as that term is defined under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and that their employment is necessary and would be in the best interests of each of the Debtors, their estates, their creditors, and other parties-in-interest; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED on a final basis.
2. Subject to the terms of this Final Order, the Debtors' employment of Skadden as their attorneys, effective as of the Application date, to perform the services set forth in the Application and in the engagement letter attached to the Butler Declaration as Exhibit A, is approved under sections 327(a) and 329 of the Bankruptcy Code, and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").
3. Skadden shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules, Local Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules"), and United States Trustee Guidelines as may then be

applicable, from time to time, and such procedures as may be fixed by order of this Court.

4. Any party-in-interest shall have the right to raise the issue of the application of Skadden's prepetition retainer to postpetition fees and expenses incurred at any time.

5. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Final Order.

6. The requirement under Local Rule 9013-1(b) for the service and filing of a separate memorandum of law is deemed satisfied by the Application.

Dated: November 4, 2005
New York, New York

/s/ Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT C

Matter #	Matter Name
0001	General Corporate Advice
0002	Asset Analysis and Recovery
0003	Asset Dispositions (General)
0005	Asset Dispositions (Real Property)
0006	Automatic Stay (Relief Actions)
0007	Business Operations / Strategic Planning
0008	Case Administration
0009	Claims Administration (General)
0010	Claims Administration (Reclamation/Trust Funds)
0013	Creditor Meetings / Statutory Committees
0014	Disclosure Statement / Voting Issues
0015	Employee Matters (General)
0016	Employee Matters (Labor Unions)
0017	Environmental Matters
0018	Executory Contracts (Personalty)
0019	Financing (DIP and Emergence)
0020	Government Affairs
0021	Insurance
0022	Intellectual Property
0024	Leases (Real Property)
0025	Litigation (General)
0026	Litigation (Insurance Recovery)
0027	Liquidation / Feasibility
0028	Nonworking Travel Time
0029	Real Estate (Owned)
0030	Regulatory and SEC Matters
0031	Reorganization Plan / Plan Sponsors
0032	Reports and Schedules

Matter #	Matter Name
0033	Retention / Fee Matters (SASM&F)
0034	Retention / Fee Matters / Objections (Others)
0035	Secured Claims
0036	Tax Matters
0037	U.S. Trustee Matters
0038	Utilities
0039	Supplier Matters
0040	Customer Matters (General)
0041	Customer Matters (GM)
0042	Employee Matters (Pension)
0043	Employee Matters (Retirees/OPEB)
0044	Financing (Global Subsidiaries)
0045	Global Subsidiaries (Non-U.S.)

**SKADDEN BUSINESS STATISTICS
AND SUMMARY OF ATTORNEY TIME
FOR THE APPLICATION PERIOD
FEBRUARY 1, 2006 THROUGH MAY 31, 2006**

Total Fees Recorded: \$12,352,197

Actual Fees Requested: \$11,310,231

Total Hours Recorded

Partners:	5,033.9 (19%)
Counsel:	1,999.5 (7%)
Associates:	13,986.9 (52%)
Legal Assistants:	<u>5,751.1 (21%)</u>
Total Hours:	26,771.4

Total Hours Requested

Partners:	4,891.2 (32%)
Counsel:	1,922.6 (9%)
Associates:	13,373.7 (52%)
Legal Assistants:	<u>3,959.1 (6%)</u>
Total Hours:	24,146.6

Blended Hourly Rate: \$422

Total Charges And Disbursements Recorded: \$903,980

Actual Charges And Disbursements Billed: \$825,854

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
(212) 735-3000
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-1
EMPLOYEE MATTERS (LABOR UNIONS)
4,993.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/02/06	0.40	CONTINUE TO REVIEW UNION FA REIMBURSEMENT MOTION INCLUDING DRAFT REVISED ORDER (0.3); REVIEW EMAIL FROM M. BROUDE RE: COMMITTEE SETTLEMENT LANGUAGE (0.1).
BUTLER, JR. J	02/05/06	0.90	REVIEW TRI-PARTE FRAMEWORK OUTLINE (0.4); BEGIN TO REVIEW REVISED SECTION 1113/1114 DRAFT PLEADINGS (0.5).
BUTLER, JR. J	02/06/06	1.10	TELECONFERENCE WITH B. SAX RE: TIMING OF ENTRY OF SCHEDULING ORDER AND STRATEGIC MATTERS (0.4); CONTINUE TO REVIEW DRAFT SECTION 1113/1114 PLEADINGS (0.7).
BUTLER, JR. J	02/07/06	2.00	PREPARE FOR AND PARTICIPATE IN STRATEGY TELECONFERENCE WITH K. BUTLER, B. SAX AND OTHERS RE: STRATEGIC SECTION 1113/1114 MATTERS (1.3); REVIEW AND FINALIZE FIRST AMENDED SCHEDULING ORDER (0.4); EMAILS FROM/TO AND TELECONFERENCE WITH B. SAX RE: SAME (0.2); EMAILS FROM/TO J. MILLERMAN RE: SAME (0.1).
BUTLER, JR. J	02/08/06	0.60	FOLLOW-UP ON FIRST AMENDED SCHEDULING ORDER INCLUDING EMAILS FROM/TO B. ROSENBERG AND UNION COUNSEL (0.6).
BUTLER, JR. J	02/09/06	0.40	TELECONFERENCE WITH J. MILSTEIN RE: ORDER APPROVING UNION REIMBURSEMENT FOR FINANCIAL ADVISORS (0.2); EMAILS TO/FROM D. SHERBIN ET AL RE: SAME (0.2).
BUTLER, JR. J	02/10/06	0.90	BEGIN TO REVIEW NEW DRAFT OF SECTION 1113/1114 PLEADINGS (0.9).
BUTLER, JR. J	02/13/06	0.60	CONTINUE TO REVIEW DRAFT SECTION 1113/1114 PLEADINGS (0.6).
BUTLER, JR. J	02/15/06	1.30	REVIEW AND COMMENT ON DRAFT OF SECOND AMENDED SCHEDULING ORDER AND STRATEGIC MATTERS (0.2); CONTINUE TO REVIEW DRAFT SECTION 1113/1114 PLEADINGS (1.1).
BUTLER, JR. J	02/16/06	0.30	REVIEW AND FINALIZE SECOND AMENDED SCHEDULING ORDER (0.3).
BUTLER, JR. J	02/17/06	0.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) MEETINGS AT COMPANY WITH K. BUTLER, B. SAX AND OTHERS RE: NEXT STEPS IN SECTION 1113 AND 1114 PROCESS.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/19/06	1.20	PREPARE FOR FEBRUARY 20TH STRATEGIC PLANNING SESSION AT COMPANY IN TROY WITH K. BUTLER, B. SAX ETC. RE: SECTION 1113/1114 MATTERS INCLUDING REVIEW OF MEMOS AND DRAFT PLEADINGS (1.2).
BUTLER, JR. J	02/20/06	1.60	PREPARE FOR (0.4) AND ATTEND (0.8) STRATEGIC PLANNING SESSION AT COMPANY IN TROY WITH K. BUTLER, B. SAX ETC. RE: SECTION 1113/1114 MATTERS; CONTINUE TO REVIEW DRAFT SECTION 1113/1114 PLEADINGS (0.4).
BUTLER, JR. J	02/22/06	1.50	CONTINUE TO WORK ON UNION MATTERS INCLUDING TELECONFERENCE WITH K. BUTLER (0.7); FOLLOW-UP ON SECTION 1113/1114 ISSUES AND NEXT STEPS (0.8).
BUTLER, JR. J	02/24/06	1.80	FOLLOW-UP ON CREDITORS' COMMITTEE PROFESSIONALS ACCESS TO SECTIONS 1113/1114 VIRTUAL DATA ROOM (0.3); BEGIN TO REVIEW NEXT ROUND OF SECTION 1113/1114 PLEADINGS (1.1); EMAILS FROM/TO T. JERMAN, B. SAX AND J. SHEEHAN RE HEALTHCARE TREND RATES (0.4).
BUTLER, JR. J	02/25/06	1.70	CONTINUE TO REVIEW REVISED SECTION 1113/1114 PLEADINGS (1.7).
BUTLER, JR. J	02/27/06	2.90	CONTINUE TO REVIEW REVISED SECTION 1113/1114 PLEADINGS (1.8); PREPARE FOR (0.2) AND ATTEND (0.9) STRATEGY MEETINGS WITH SENIOR MANAGEMENT AT COMPANY RE LABOR STRATEGY AND NEXT STEPS.
BUTLER, JR. J	02/28/06	0.60	CONTINUE TO EVALUATE AND FOLLOW-UP ON LABOR STRATEGY (0.4); REVIEW SECTIONS 1113/1114 SDNY SURVEY AND RELATED MATTERS (0.2).
		20.40	
FURFARO JP	02/02/06	1.80	REVISIONS TO DRAFT OF ADVISORS MOTION (0.2); REVISIONS TO DRAFT OF CBA MOTION (1.6).
FURFARO JP	02/03/06	2.50	CASE ADMINISTRATION WITH PARTNERS (0.5); REVIEW OF CBA DECLARATIONS/REVISIONS (1.7); FINALIZE ADVISER MOTION/ORDER (0.3).
FURFARO JP	02/05/06	2.80	CONFERENCE WITH T. JERMAN AND WORKING GROUP TO DISCUSS CBA ISSUES (2.8).
FURFARO JP	02/06/06	6.50	REVIEW OF DUE DILIGENCE REQUESTS/OPEN ITEMS (1.1); REVIEW REVISIONS TO PROFFER RE: ADVISORS MOTION (1.3); ATTEND LABOR MEETING WITH T. JERMAN, B. SAX (1.0); ANALYZE ISSUES WITH EXPERTS (3.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	02/07/06	2.60	REVIEW OF INTERNAL COMMENTS TO DRAFT COURT PAPERS (1.3); REVIEW OF DRAFT LOSS CONTRACT COURT PAPERS (1.1); REVIEW OF ADVISORS MOTION ORDER/UPDATE (0.2).
FURFARO JP	02/08/06	2.20	REVIEW/REVISE EXHIBITS (1.2); REVIEW OF EXPERT MATERIAL (0.7); UPDATE TO ORDER/ADVISORS MOTION (0.3).
FURFARO JP	02/09/06	1.10	REVIEW OF ADVISORS MOTION ORDER AND FOLLOW UP ITEMS (0.4); REVIEW MATERIALS FOR EXHIBITS (0.7).
FURFARO JP	02/10/06	2.80	REVISIONS TO DRAFT OF CBA MOTION/DECLARATIONS (1.9); CONFERENCE WITH PARTNERS RE: CASE ADMINISTRATION (0.9).
FURFARO JP	02/13/06	4.00	REVIEW OF COMMENTS/REVISIONS TO DRAFT MOTION TO ACCOUNT FOR GM MATTERS (1.0); REVIEW OF ATTORNEY REVISIONS/COMMENTS TO DRAFT BRIEF (1.8); REVIEW OF REVISED DECLARATIONS (1.2).
FURFARO JP	02/14/06	2.90	CONFERENCE WITH T. JERMAN, B. SAX AND WORKING GROUP RE: 1113 MOTION/DECLARATIONS/PROCESS (1.0); REVIEW OF REVISED COURT PAPERS (1.9).
FURFARO JP	02/15/06	8.50	REVIEW OF REVISED DRAFTS OF BRIEF IN SUPPORT OF CBA MOTION (3.2); REVIEW OF REVISED DECLARATIONS (2.6); REVIEW OF EXPERT REPORTS (1.1); ANALYZE SERVICE ISSUES (1.0); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP (0.6).
FURFARO JP	02/16/06	6.00	REVIEW OF DRAFT REVISED MEMORANDUM OF LAW/COMMENTS (2.9); REVIEW OF REVISED DECLARATIONS (1.4); ANALYZE PROCESS/SERVICE ISSUES (0.6); TELECONFERENCE WITH T. JERMAN, R. JANGER (0.2); REVIEW OF REVISED EXPERT REPORTS (0.9).
FURFARO JP	02/20/06	3.40	PREP. FOR LABOR CONFERENCE WITH CLIENT (0.7); PARTICIPATE IN LABOR TELECONFERENCE WITH B. SAX, K. BUTLER AND WORKING GROUP (2.1); REVIEW OF GM MOTION/MATERIALS FOR RESPONSE (0.6).
FURFARO JP	02/21/06	1.80	REVIEW OF DRAFT COURT PAPERS FOR DISCUSSION WITH OMM (1.8).
FURFARO JP	02/22/06	1.70	CONFERENCE WITH T. JERMAN AND WORKING GROUP RE: 1113 MATTERS (0.3); REVIEW OF PRECEDENTS FOR FILING (1.2); REVIEW OF RESPONSE TO IRS FROM LABOR PERSPECTIVE (0.2).
FURFARO JP	02/24/06	0.20	REVIEW OF EMAILS RE: PENSION ISSUES (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	02/25/06	2.50	REVIEW OF DRAFT COURT PAPERS/REPORTS/DECLARATIONS (2.5).
FURFARO JP	02/27/06	2.70	CONFERENCE WITH B. SIEGEL, T. JERMAN, D. KIDD AND WORKING GROUP RE: LABOR/BENEFITS ISSUES (1.3); REVISIONS TO DRAFT COURT PAPERS (1.4).
FURFARO JP	02/28/06	1.40	REVIEW OF MATERIALS RE: FINANCIAL DATA FOR MOTION (1.1); REVIEW OF COMPARATIVE ANALYSIS RE: COURT FILINGS (0.3).
		57.40	
MARAFIOTI KA	02/06/06	2.00	CORRESPONDENCE RE: SECTION 1113 BRIEF (0.4); WORK ON SAME (1.6).
MARAFIOTI KA	02/11/06	0.50	BEGIN REVIEW OF SECTION 1113 PLEADINGS (0.5).
MARAFIOTI KA	02/13/06	0.10	CORRESPONDENCE RE: SECTION 1113 (0.1).
MARAFIOTI KA	02/14/06	1.70	DEVELOP STRATEGY RE: FILING OF SECTION 1113 MOTION AND TELECONFERENCE WITH O'MELVENY AND B. SAX RE: SAME (1.0); REVIEW DRAFT BRIEF (0.7).
MARAFIOTI KA	02/15/06	0.40	TELECONFERENCE WITH T. JERMAN TO DEVELOP STRATEGY RE: SECTION 1113 FILING (0.4).
MARAFIOTI KA	02/20/06	0.50	CORRESPONDENCE RE: SECTION 1113 MATTERS AND FINANCIAL DATA IN CONNECTION WITH MOTION (0.5).
MARAFIOTI KA	02/21/06	0.90	DEVELOP STRATEGY RE: SECTION 1113 ISSUES (0.9).
MARAFIOTI KA	02/22/06	1.10	TELECONFERENCE WITH T. JERMAN AND L. HASKEL RE: SECTION 1113 PLEADINGS (0.7) AND FOLLOW UP RE: SAME (0.4).
MARAFIOTI KA	02/25/06	3.80	BEGIN REVIEW OF SECTION 1113 (3.8).
MARAFIOTI KA	02/27/06	0.60	DEVELOP STRATEGY RE: LABOR MATTERS (0.6).
		11.60	
SPRINGER DE	02/15/06	3.10	REVIEW 1113 MOTION AND SUPPORTING DECLARATIONS (3.1).
		3.10	
Total Partner		92.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/02/06	0.20	REVIEW CORRESPONDENCE FROM LATHAM RE: FEE TERMINATION PARAGRAPH FOR ORDER (0.1); FOLLOW UP RE: SAME (0.1).
MATZ TJ	02/03/06	0.30	FOLLOW UP WORK RE: STATUS OF 1113/1114 PLEADINGS AND MEMORANDUM OF LAW MATTERS (0.3).
MATZ TJ	02/05/06	4.10	REVIEW AND REVISE MEMORANDUM OF LAW IN SUPPORT OF 1113/1114 MOTION (3.1); FOLLOW UP WORK RE: SAME (1.0).
MATZ TJ	02/06/06	8.10	WORKING ON FINALIZING PROFFER RE: UNION ADVISORS FEES MOTION AND ORDER FOR FEB. 9 HEARING (0.6); CONTINUING REVIEW AND REVISE MEMORANDUM OF LAW IN SUPPORT OF 1113/1114 MOTION AND TABLE IN RESPECT THEREOF (7.5).
MATZ TJ	02/07/06	4.10	CONTINUING REVIEW AND REVISE 1113/1114 MEMORANDUM OF LAW MOTION (2.3); VARIOUS TELECONFERENCES WITH O'MELVENY RE: BRIEF, COMMENTS AND TABLES FOR SAME (0.7); FINALIZING FIRST AMENDED 1113/1114 SCHEDULING ORDER (0.4); TELECONFERENCES WITH S. CORCORAN RE: SAME (0.1); TELECONFERENCES WITH B. SAX RE: SAME (0.4); TELECONFERENCE WITH B. CECOTTI RE: UNION ADVISOR FEE ORDER (0.2).
MATZ TJ	02/08/06	5.20	CONTINUING REVIEW AND REVISE OF 1113/1114 MOTION AND MEMORANDUM OF LAW (2.5); REVIEW AND COMMENT ON TABLES FOR MEMORANDUM OF LAW (0.4); TELECONFERENCE RE: SAME (0.8); FOLLOW UP WORK RE: SAME (0.3); DISCUSSION WITH FTI RE: SAME (0.3); CORRESPONDENCE WITH LATHAM, PETERSON AND CHAMBERS RE: REVISED SCHEDULING ORDER (0.3); TELECONFERENCE WITH B. CECOTTI RE: SAME (0.1); REVIEW, REVISE AND DISTRIBUTE REVISED FIRST AMENDED 1113/1114 SCHEDULING ORDER (0.5).
MATZ TJ	02/09/06	2.30	FOLLOW UP DISCUSSION WITH B. CECOTTI RE: AMENDMENT TO UNIONS ADVISORS FEES ORDER (0.2); FOLLOW UP RE: ARAMARK ORDER (0.2); FINAL REVIEW AND SUBMISSION OF UNION ADVISORS' FEE ORDER TO CHAMBERS (0.4); CORRESPONDENCE WITH LATHAM RE: AMENDMENTS TO 1113/1114 SCHEDULING ORDER (0.1); FOLLOW UP WORK RE: SAME (0.2); REVISIONS TO 1113/1114 SCHEDULING ORDER AND FINAL REVIEW FOR SUBMISSION TO CHAMBERS (0.4); CORRESPONDENCE AND CALL WITH O'MELVENY RE: 1113/1114 REJECTION BRIEF AND REVISIONS THERETO (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/10/06	5.70	CORRESPONDENCE WITH O'MELVENY RE: 1113/1114 BRIEF (0.2); FOLLOW UP CALL RE: SAME (0.2); REVIEW AND COMMENT ON PROPOSED 1113/1114 MEMORANDUM OF LAW (4.5); REVIEW AND COMMENT ON PROPOSED 1113/1114 REJECTION MOTION (0.8).
MATZ TJ	02/14/06	7.00	UPDATE RE: STATUS OF 1113/1114 PLEADINGS (0.5); TELECONFERENCE WITH B. SAX, T. JERMAN, R. JANGER AND OTHERS RE: 1113/1114 MOTION, FILING AND SERVICE MATTERS (0.9); FOLLOW UP WORK RE: SAME (0.3); FOLLOW UP WORK RE: 1113/1114 SCHEDULING ORDER (0.4); REVIEW AND COMMENT ON REVISED DRAFT OF 1113/1114 MEMORANDUM OF LAW (4.9).
MATZ TJ	02/15/06	7.20	WORK ON UNION SERVICE MATTER (0.3); TELECONFERENCE WITH B. SAX RE: SAME (0.3); REVIEW AND COMMENT ON 1113/1114 REJECTION MOTION (0.6); TELECONFERENCE WITH B. SAX, T. JERMAN RE: FILLING MATTERS (0.3); FOLLOW UP WORK RE: SAME AND VARIOUS DECLARATIONS AND REPORTS RE: 1113/1114 MOTION (0.9); TELECONFERENCE WITH CHAMBERS RE: 1113/1114 SCHEDULING (0.4); FOLLOW UP RE: SAME (0.4); REVIEW AND COMMENT ON REVISED DRAFT MEMORANDUM OF LAW RE: 1113/1114 MOTION (4.0).
MATZ TJ	02/16/06	6.80	CONTINUING REVIEW AND COMMENTING ON MOTION AND MEMORANDUM OF LAW RE: 1113/1114 REJECTION MOTION (3.5); WORK ON 1113/114 MOTION SCHEDULING MATTERS (0.6); FINALIZING AND FORWARDING TH CHAMBERS THE SECOND AMENDED 1113/1114 SCHEDULING ORDER (0.3); TELECONFERENCE WITH CHAMBERS RE: SAME (0.3); TELECONFERENCE WITH B. SAX RE: REVISED 1113/1114 SCHEDULE (0.4); TELECONFERENCE WITH KCC RE: SAME (0.4); WORK ON EXHIBITS AND DECLARATIONS RE: MEMORANDUM OF LAW (0.7); FOLLOW UP WITH B. SAX RE: SAME (0.3); FOLLOW UP CORRESPONDENCE WITH O'MELVENY AND GROOM RE: WATSON WYATT DECLARATION (0.3).
MATZ TJ	02/17/06	2.30	FOLLOW UP WORK RE: 1113/1114 NOTICE AND EXHIBIT MATTERS (0.4); CONTINUING REVIEW OF DECLARATIONS RE: 1113/1114 MOTION (1.4); TELECONFERENCE WITH CHAMBERS RE: SECOND AMENDED 1113/1114 SCHEDULING ORDER (0.2); REVIEW DOCKET ORDER (0.1); CORRESPONDENCE WITH COMPANY RE: SAME (0.2).
MATZ TJ	02/20/06	2.60	CONTINUING WORK ON 1113/1114 PLEADINGS, DECLARATIONS (2.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/21/06	1.50	WORK ON STATUS OF 1113/1114 DECLARATIONS AND REPORTS (0.7); CORRESPONDENCE RE: SAME AND POSSIBLE CONFERENCE CALL (0.3); FOLLOW UP WORK RE: 1113/1114 PLEADINGS, LISTING AND STATUS (0.5).
MATZ TJ	02/22/06	4.20	TELECONFERENCE WITH O'MELVENY AND GROOOM RE: 1113/1114 MATTERS AND PLEADINGS (0.6); FOLLOW UP WORK RE: SAME (0.2); CONTINUING WORK ON 1113/1114 PLEADINGS AND EXHIBITS (0.7); FOLLOW UP WITH O'MELVENY RE: DECLARATIONS (0.2); REVIEW AUTHORITIES FOR 1113/1114 MEMORANDUM AND MATERIALS RE: SAME (2.5).
MATZ TJ	02/23/06	2.10	REVIEW AND COMMENT ON VARIOUS DECLARATIONS RE: 1113/1114 MOTION (1.5); RESEARCH AND REVIEW RE: 1113 PRECEDENTS AND PENDING MOTIONS (0.6).
MATZ TJ	02/24/06	2.30	CORRESPONDENCE RE: VARIOUS 1113/1114 REVISED PLEADINGS (0.6); REVIEW AND COMMENT ON 1113/1114 PLEADINGS (1.3); FOLLOW UP WORK ON EXHIBITS AND NOTICE MATTERS RE: SAME (0.4).
MATZ TJ	02/26/06	5.00	CONTINUING REVIEW OF MOTION, REVISED MEMORANDUM OF FACT AND LAW, AND DRAFT ORDER RE: 1113/1114 PLEADINGS (5.0).
MATZ TJ	02/27/06	2.30	TELECONFERENCE WITH R. JANGER RE: 1113 PLEADINGS AND LAZARD WORK (0.3); FOLLOW UP WORK RE: LAZARD AND CHANIN WORK AND REIMBURSEMENT (0.5); CONTINUING REVIEW OF 1113 DECLARATION (1.5).
MATZ TJ	02/28/06	1.60	FOLLOW UP AND REVIEW COMPARATIVE CASES OF INFORMATION SURVEY AND 1113/1114 PRECEDENT (0.7); CONTINUING WORK ON 1113/1114 PLEADINGS, UPDATE AND SURVEY OF PRECEDENT (0.9).
		74.90	
SHIVAKUMAR D	02/13/06	3.20	ANALYZE DRAFTS OF POTENTIAL SECTION 1113/1114 MOTION AND RELATED DECLARATIONS AND PROVIDE COMMENTS TO LABOR WORKING GROUP IN LIGHT OF FINANCIAL DATA AND ARGUMENTS SUPPORTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (3.2).
SHIVAKUMAR D	02/14/06	2.80	ANALYSIS OF DRAFT PAPERS AND DECLARATIONS IN SUPPORT OF POTENTIAL SECTION 1113/1114 MOTION AND COMMUNICATION OF COMMENTS TO LABOR WORKING GROUP (2.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	02/16/06	1.20	REVIEW DRAFT OF POTENTIAL SECTION 1113 MOTION AND PROVIDE ADDITIONAL COMMENTS TO LABOR COUNSEL WORKING GROUP (1.2).
		7.20	
Total Counsel		82.10	
FERN BM	02/13/06	5.80	REVIEWED MEMO IN SUPPORT OF 1113 MOTION (1.9); REVISED SECTION OF MEMO RE: FAIR AND EQUITABLE TREATMENT (2.1); ADDITIONAL REVISIONS RE: SAME (1.8).
FERN BM	02/14/06	6.40	ADDITIONAL REVISIONS TO FAIR AND EQUITABLE SECTION TO 1113 MEMO (1.6); FINAL REVISIONS TO DRAFT OF 1113 MEMO RE: SAME (4.2); REVIEWED MOST RECENT DRAFT OF 1113 MEMO (0.6).
FERN BM	02/15/06	0.50	REVIEWED UPDATED RIDER RE: FAIR AND EQUITABLE (0.5).
FERN BM	02/16/06	1.80	DRAFTED RIDER TO 1113 MEMO RE: SACRIFICE OF OTHER CREDITORS (1.3); REVIEWED PORTIONS OF 1113 MEMO RE: FAIR AND EQUITABLE (0.5).
FERN BM	02/21/06	0.90	RESEARCH RE: CLAIMS UNDER A NON-REJECTED CBA (0.9).
		15.40	
HERRIOTT AV	02/13/06	0.40	RESEARCH RESPONSE TO QUESTION RE: PROPERTY ISSUE FOR 1113/1114 BRIEF (0.4).
HERRIOTT AV	02/15/06	0.70	RESEARCH AVAILABILITY OF DOCUMENTS FOR PRODUCING IN CONNECTION WITH 1113/1114 FILING (0.7).
		1.10	
KOHUT RD	02/01/06	1.50	REVIEW OF ONLINE DATA ROOM FOR NEWLY ADDED LABOR MATERIALS (1.5).
KOHUT RD	02/14/06	1.30	TELECONFERENCE WITH CLIENT AND O'MELVENY TO DISCUSS 1113 MOTION FILING COORDINATION (1.3).
KOHUT RD	02/15/06	5.70	ONLINE DATA ROOM MATERIALS REVIEW AND SUMMARIZATION (5.7).
KOHUT RD	02/16/06	6.00	ONLINE DATA ROOM MATERIALS REVIEW AND SUMMARIZATION (4) SECTION 1113 FILING PREPARATION (6.0).
		14.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/05/06	0.20	ATTENTION TO 1113 MATTERS (0.2).
MEISLER RE	02/07/06	0.10	TELECONFERENCE WITH M. POGODA RE: LABOR UPDATE (0.1).
MEISLER RE	02/11/06	0.90	BEGAN TO REVIEW AND COMMENT ON 1113 MEMORANDUM (0.9).
MEISLER RE	02/12/06	2.50	CONTINUED TO REVIEW AND COMMENT ON 1113 MEMORANDUM (2.5).
MEISLER RE	02/13/06	1.90	CONTINUED TO REVIEW AND COMMENT ON 1113 MEMORANDUM (1.9).
MEISLER RE	02/14/06	9.00	PREPARED FOR 1113 CALL (0.2); PARTICIPATED ON CALL RE: SAME (1.3); CONTINUED TO REVIEW AND COMMENT ON 1113 MEMORANDUM (7.5).
MEISLER RE	02/15/06	1.90	REVIEWED AND COMMENTED ON 1113 MOTION (1.5); CONTINUED ANALYSIS OF 1113 MEMORANDUM (0.4).
MEISLER RE	02/21/06	0.20	WORKED ON 1113 MATTERS (0.2).
		16.70	
STUART NL	02/04/06	3.90	REVIEW AND COMMENT ON 1113 MOTION (3.9).
STUART NL	02/05/06	2.70	STRATEGY CALL ON 1113 ISSUES (2.7).
STUART NL	02/13/06	2.30	REVIEW AND COMMENT ON 1113 MOTION (2.3).
STUART NL	02/14/06	4.80	STRATEGY CALL WITH OMM AND CLIENT ON POTENTIAL 1113 FILINGS (1.4); CONTINUE TO REVIEW 1113 MOTION AND CORRESPONDING DECLARATIONS, AND COMMENT ON SAME (3.4).
STUART NL	02/15/06	3.40	REVIEW AND COMMENT ON 1113 MOTION (3.4).
		17.10	
TOUSSI S	02/15/06	2.70	MEETING TO DISCUSS 1113/1114 MOTION TO REJECT CBAS (1.2); REVIEW DRAFT BRIEF RE: SAME (1.5).
TOUSSI S	02/16/06	3.70	ADDRESS ISSUES RE: 1113/1114 MOTION TO REJECT CBA CONTRACTS RE: BRIEF AND MEMO OF LAW (1.3); ADDRESS ISSUES RE: NOTICE MECHANICS AND PROCEDURES (1.2); VARIOUS CORRESPONDENCE RE: SAME (0.7); MARKUP UP BRIEF (0.5).
TOUSSI S	02/17/06	1.90	REVIEW MOTION ON REJECTING UNION CONTRACTS AND REVIEWING PAPERS FROM RELATED CASES (1.5); REVIEW CORRESPONDENCE RE: SAME (0.4).
TOUSSI S	02/21/06	1.30	REVIEW 1113/1114 MOTION AND BRIEF (0.8); ADDRESS ISSUES AND CORRESPONDENCE RE: SAME (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/23/06	2.00	REVIEW MATERIALS FROM RECENTLY FILED MOTIONS TO TERMINATE CBAS AND UNION CONTRACTS IN DELTA AND TOWERS (2.0).
		11.60	
WILSON LD	02/01/06	3.80	REVIEW DRAFT MOTION AND DECLARATIONS (3.0); COORDINATE WITH KOHUT ON UPDATE STATUS OF VIRTUAL DATA ROOM FOR UNION REQUESTS (0.5); CONFER CONSULTANT ON PRESS INFO RE: UNION PROPOSALS (0.3).
WILSON LD	02/02/06	6.10	REVIEW CREDITORS COMMITTEE LANGUAGE AND CIRCULATE (0.2); REVISE ORDER ACCORDINGLY (0.4); REVIEW DRAFT BRIEF (3.5); REVISE, PREPARE AND CIRCULATE MASTER MARK-UP OF BRIEF (2.0).
WILSON LD	02/03/06	7.20	REVISE AND CIRCULATE DRAFT ODER (0.5); PARTICIPATE ON CASE STATUS CALL (0.8); MAKE ARRANGEMENTS FOR CIRCULATION OF REVISED BRIEF (1.0); REVIEW SAMPLE PROFERS (0.8); CONFER BODEN ON STEPS FOR HEARING PREP (0.5); CONFER STUART ON PROFFER PROCESS (0.3); REVIEW DRAFTS (3.0); CONTACT OMM ON STATUS OF BRIEF (0.3).
WILSON LD	02/04/06	4.70	CONTACT OMM ON BRIEF (0.2); REVIEW DRAFT BRIEF (2.0); REVIEW AND REVISE DRAFT PROFFER (2.5).
WILSON LD	02/05/06	7.00	REVIEW REVISED DRAFT OF BRIEF AND CHARTS CREATED FOR SAME (2.5); REVISE DRAFT OF SUMMARY FOR HEARING ARGUMENT ON FEE MOTION (2.0); PARTICIPATE ON PORTION OF CALL TO DISCUSS COMMENTS TO BRIEF (2.5).
WILSON LD	02/06/06	2.10	REVIEW AND REVISE DRAFT PROFFER (1.2); FILING AND ADMISSION ISSUES (1.0).
WILSON LD	02/07/06	6.00	REVIEW CASE ADMIN UPDATES (0.4); REVIEW ARTICLES ON LABOR ISSUES (0.4); FOLLOW UP WITH UNIONS ON CHANGES TO ORDER (0.4); REVIEW COMMENTS TO DRAFT PAPERS (0.8); REVIEW AND UPDATE ORDER (0.5); CONFER AND COORDINATE ON PREP OF PRO HAC PAPERS (0.7); REVIEW CHARTS AND MATERIALS IN SUPPORT IN PREP FOR CALL (2.4); CONFER ON SCHEDULING ORDER (0.4).
WILSON LD	02/08/06	2.90	REVIEW BRIEF AND CHARTS IN PREPARATION FOR CALL (1.0); PARTICIPATE ON CALL RE: CHARTS AND NUMBERS USED IN BRIEF (0.9); UPDATE J. FURFARO AND T. MATZ ON SAME (0.3); RESEARCH PRO HAC ADMISSION REQUIREMENTS (0.4); CONFER OMM ON BRIEF AND FILING ISSUES (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	02/09/06	3.50	REVIEW OF LABOR NEWS UPDATES (0.4); COORDINATE ON FILING ISSUES RE: POTENTIAL 1113 (0.8); REVIEW AND CONFER ON FEE PAYMENT ORDER AND CIRCULATE SAME (0.5); CONFER ON POTENTIAL ISSUE RE: ADVISOR INDEMNIFICATION (0.5); CONFER ON UPDATE TO BRIEF (0.5); COORDINATE ON FILING OF OMM PRO HAC PAPERS (0.5); CONFER ON ISSUES FOR CALL (0.3).
WILSON LD	02/10/06	5.90	GENERATE REDLINE OF PAPERS AND CIRCULATE SAME (0.3); PARTICPATE ON SENIOR ADVISOR CALL (0.8); CONFER FURFARO ON UNION ADVISOR MOTION ISSUES (0.3); REVIEW DRAFT PAPERS (3.0); MAKE ARRANGMENTS FOR PRO HAC ADMISSION ON 1113 MOTION (0.5); MAKE ARRANGEMENTS FOR CIRCULATION OF PAPERS AND WEEKEND CALL (1.0).
WILSON LD	02/11/06	2.80	REVIEW DRAFT BRIEF (2.8).
WILSON LD	02/12/06	3.00	REVIEW DRAFT BRIEF (1.0); REVIEW DRAFT DECLARATIONS (2.0).
WILSON LD	02/13/06	10.50	REVIEW DRAFT PAPERS ON LOSS CONTRACT REJECTION (2.0); COORDINATE ON INCORP TO 1113 (0.4); REVIEW AND COMMENT ON DRAFT DECLARATIONS (5.0); COORDINATE WITH DONNELLY ON CREATION OF CHART (0.8); COORDINATE ON FILING ISSUES AND VERIFICATION OF REQUIREMENTS (1.0); CONFER CLIENT ON UNION FEE ACCOUNTING ISSSUE (0.4); RESEARCH ISSUES RAISED BY SAME (0.5); COORDINATE LABOR CALL FOR DISCUSSION OF FILING AND PAPERS (0.4).
WILSON LD	02/14/06	9.20	PREPARE FOR AND PARTICIPATE ON CALL RE: FILING ISSUES AND STATUS OF POTENTIAL 1113 PAPERS (1.4); COORDINATE ON PRO HAC PAPER ISSUE (0.4); REVIEW COMMENTS CIRCULATED BY RESTRUCTURING (1.0); CONTINUE REVIEW AND REVISE POTENTIAL 1113 PAPERS (4.0); RESEARCH PRECEDENT ON FORM AND REQUIREMENTS FOR EXPERT REPORT (0.8); REVIEW DRAFT AFF OF SERVICE AND SAMPLE REJECTION ORDER (0.8); REVIEW UPDATES ON MEETINGS AND LABOR NEWS (0.8).
WILSON LD	02/15/06	11.30	REVIEW AND REVISE PAPERS IN CONNECTION WITH POTENTIAL FILING (7.0); CONFERENCE FURFARO AND MATZ ON SAME (0.3); PARTICIPATE ON CONFERENCE CALL ON STATUS (0.8); REVIEW PRECEDENTS ON FILING ISSUES (1.0); REVIEW MATERIALS ON DATA SITE FOR UNIONS (1.5); CONFER FTI ON SAME (0.3); COORDINATE WITH CLIENT ON ADDRESSES FOR SERVICE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	02/16/06	9.70	REVIEW AND COMMENT ON PAPERS (5.8); REVIEW PRECEDENT FILINGS WITH KOHUT RE: SERVICE AND INCLUSION ISSUES (2.0); REVIEW DOCUMENTS FROM DATA SITE FOR UNIONS (1.0); UPDATE TELECONFERENCE WITH CLIENT AND OMM (0.3); CONFER MATZ ON STATUS AND GOING FORWARD (0.3); CONFER TOUSSI ON NOTICE PROVISION (0.3).
WILSON LD	02/17/06	2.30	REVIEW REVISED DRAFTS (1.0); CONFER CLIENT ON STATUS FOR GOING FORWARD (0.4); REVIEW 1113 PRECEDENT FOR SERVICE ISSUES (0.9).
WILSON LD	02/21/06	1.60	REVIEW NEWS CLIPS FOR LABOR ISSUES (0.8); COORDINATE WITH MATZ ON SETTING UP MATTERS FOR CALL ON REVISED 1113 SCHEDULE (0.8).
WILSON LD	02/22/06	4.20	PREPARE FOR AND PARTICIPATE ON CALL TO DISCUSS 1113 ISSUES (0.9); COORDINATE PULLING OF PRECEDENT (0.5); REVIEW PRECEDENT (1.8); CONFER YOELI ON CREATION OF SUMMARY CHART OF PRECEDENT (0.5); REVIEW AND COMMENT ON DRAFT OF SAME (0.5).
WILSON LD	02/23/06	2.80	COORDINATE PULLING OF 1113 PRECEDENT (0.4); REVIEW AND REVISE CHART SUMMARY WITH YOELI (0.5); REVIEW PRIOR FILINGS FOR 1113 ISSUES (1.5); CONTACT OMM ON SAME AND DEVELOP LOGISTICS FOR CIRCULATION (0.4).
WILSON LD	02/24/06	8.30	REVIEW ORDER AND MATERIALS IN PREP FOR CALL (0.3); PARTICIPATE ON WEEKLY UPDATE CALL (1.0); REVIEW AND PULL 1113 PRECEDENT (2.8); REVIEW AND COMMENT ON SUMMARY CHART ON SAME (0.4); ARRANGE FOR BINDING AND CIRCULATION OF REVISED DRAFT PAPERS FROM OMM (0.5); REVIEW DRAFT PAPERS DRAFTED BY OMM (2.9); REVIEW NEWS UPDATES ON LABOR ISSUES (0.4).
WILSON LD	02/26/06	4.60	REVIEW PRESENTS CHART (0.3); REVIEW DRAFT OMM PAPERS (4.3).
WILSON LD	02/27/06	3.90	CONFER YOELI ON CHART ISSUES AND REVISIONS TO SAME (0.8); REVIEW UNDERLYING PRECEDENTS FOR ISSUES IN POTENTIAL 1113 FILING (2.4); REVIEW UPDATES ON CLIP SERVICE FOR POTENTIAL LABOR ISSUES (0.7).
WILSON LD	02/28/06	4.30	REVIEW CHART AND DISCUSS COMMENTS WITH YOELI (0.8); REVIEW PRECEDENTS FOR ISSUES IN 1113 FILING (2.3); REVIEW PAPERS IN PREPARATION FOR MEETING (0.8); REVISE AND CIRCULATE SUMMARY ON PRECEDENT ISSUE (0.4).

127.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Associate		204.10	
SALAZAR AG	02/14/06	0.80	SEND PRECEDENT PLEADINGS TO O'MELVENY (0.8).
SALAZAR AG	02/21/06	1.00	PREPARE 1113 PRECEDENT BINDERS (1.0).
SALAZAR AG	02/22/06	0.40	DISTRIBUTE 1113 PRECEDENT BINDERS (0.4).
SALAZAR AG	02/23/06	3.20	ASSEMBLE AND DISTRIBUTE FULL 1113 PRECEDENT SET BINDERS TO TEAM (3.2).
SALAZAR AG	02/27/06	0.40	UPDATE TEAM ON PRECEDENT CASE STATUS ON 1113 (0.4).
SALAZAR AG	02/28/06	1.00	UPDATE 1113 PRECEDENT BINDERS WITH NEWLY FILED PLEADINGS (1.0).
		6.80	
YOELI ME	02/15/06	5.90	ASSEMBLE FOR ATTORNEY REVIEW THE DOCUMENTS PRINTED FROM DATASITE (5.7); REVIEW JERMAN PRO HAC VICE MOTION (0.2).
YOELI ME	02/22/06	2.80	RESEARCH RE: SECTION 1113 FILINGS (2.8).
YOELI ME	02/23/06	2.90	ASSEMBLE FOR ATTORNEY REVIEW THE 1113 PRECEDENT BINDERS AND SUMMARY CHART (2.0); ASSEMBLE FOR ATTORNEY REVIEW THE CHART OF 1113 FILINGS (0.9).
YOELI ME	02/24/06	5.30	ASSEMBLE FOR ATTORNEY REVIEW THE SUMMARY CHART OF PLEADINGS (0.8); PREPARE DISTRIBUTION OF DRAFT PLEADINGS (4.5).
YOELI ME	02/27/06	2.40	ASSEMBLE FOR ATTORNEY REVIEW THE SUMMARY CHART OF 1113 FILINGS (0.5); ASSEMBLE FOR ATTORNEY REVIEW THE SECTION 1113 RESEARCH (1.9).
YOELI ME	02/28/06	0.60	ASSEMBLE FOR ATTORNEY REVIEW THE CHART RE: SECTION 1113 RESEARCH (0.6).
		19.90	
ZSOLDOS AF	02/22/06	5.00	RESEARCH RE: SECTION 1113 PLEADINGS IN ORMET AND ATA AIRLINES BANKRUPTCIES, INCLUDING PULLING ALL SECTION 1113 MOTIONS, AFFIDAVITS, ORDERS, DECLARATIONS, AND OBJECTIONS (3.3); PREPARE BINDER OF PLEADINGS REFERENCED ABOVE (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	02/24/06	2.70	CORRESPONDENCE RE: SECTION 1113 BINDERS THROUGHOUT THE DAY (0.3); PREPARE INDICES FOR BINDERS (0.3); PREPARE BINDERS OF MOTION, MEMO OF LAW, PROPOSED ORDER, AND DECLARATIONS IN SUPPORT OF MOTION FOR DISTRIBUTION TO TEAM (2.1).
ZSOLDOS AF	02/27/06	1.00	RESEARCH RE: SECTION 1113 IN US AIRWAYS, INCLUDING PULLING ALL MOTIONS, MEMORANDA OF LAW, AND ORDERS (1.0).
ZSOLDOS AF	02/28/06	0.50	SECTION 1113 PRECEDENT RESEARCH IN US AIR (0.5).
		9.20	
Total Legal Assistant		35.90	
TOTAL TIME		<u>414.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/06/06	Furfaro JP	1,351.66
Air/Rail Travel - vendor feed	02/07/06	Furfaro JP	832.34
Air/Rail Travel - vendor feed	02/13/06	Furfaro JP	1,113.65
Air/Rail Travel - vendor feed	02/13/06	Furfaro JP	-1,068.65
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,229.00
In-house Reproduction	02/03/06	Copy Center, D	8.70
In-house Reproduction	02/07/06	Copy Center, D	14.30
In-house Reproduction	02/14/06	Copy Center, D	6.10
In-house Reproduction	02/17/06	Copy Center, D	3.59
In-house Reproduction	02/17/06	Copy Center, D	7.30
In-house Reproduction	02/23/06	Copy Center, D	31.99
In-house Reproduction	02/24/06	Copy Center, D	25.00
In-house Reproduction	02/28/06	Copy Center, D	517.02
		TOTAL IN-HOUSE REPRODUCTION	\$614.00
Telephone Expense	02/24/06	Telecommunications, D	9.07
Telephone Expense	02/24/06	Telecommunications, D	9.75
Telephone Expense	02/24/06	Telecommunications, D	0.18
		TOTAL TELEPHONE EXPENSE	\$19.00
Lexis/Nexis	02/22/06	Yoeli ME	508.00
		TOTAL LEXIS/NEXIS	\$508.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	30.69
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	10.88
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	9.79
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	19.64
		TOTAL VENDOR HOSTED TELECONFERENCING	\$71.00
Out-of-Town Travel	02/07/06	Furfaro JP	286.47
Out-of-Town Travel	02/07/06	Furfaro JP	40.97
Out-of-Town Travel	02/07/06	Furfaro JP	5.00
Out-of-Town Travel	02/07/06	Furfaro JP	65.62
Out-of-Town Travel	02/07/06	Furfaro JP	8.94
		TOTAL OUT-OF-TOWN TRAVEL	\$407.00
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	18.69
Messengers/ Courier	02/04/06	Dist Serv/Mail/Page, D	21.62
Messengers/ Courier	02/10/06	Straightline Courier	31.88
Messengers/ Courier	02/20/06	Dist Serv/Mail/Page, D	21.63
Messengers/ Courier	02/24/06	Dist Serv/Mail/Page, D	25.09
Messengers/ Courier	02/24/06	Dist Serv/Mail/Page, D	25.09
		TOTAL MESSENGERS/ COURIER	\$144.00
Out-of-Town Meals	02/07/06	Furfaro JP	29.00
		TOTAL OUT-OF-TOWN MEALS	\$29.00
		TOTAL MATTER	\$4,021.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/06	1.30	CONTINUE TO WORK ON UAW DISCUSSIONS INCLUDING MEETING WITH DELPHI SENIOR MANAGEMENT TEAM IN NEW YORK CITY (0.6); FOLLOW-UP ON TRILATERAL END-STATE MEETING MATTERS WITH S. MILLER, K. BUTLER AND B. SIMON (0.4); PREPARE FOR MARCH 2ND WORKING GROUP MEETING RE: SECTION 1113/1114 WITH K. MARAFIOTO AND J. FURFARO (0.3).
BUTLER, JR. J	03/03/06	0.60	REVIEW MEMO RE PRECEDENTIAL SECTION 1113/1114 PROCEEDINGS AND RELATED MATTERS (0.3); PREPARE FOR MARCH 4TH TELECONFERENCE WITH K. BUTLER RE TRIPARTE NEGOTIATIONS ON ATTRITION AND END-STATE PLANS, NEXT STEPS (0.2); EMAIL FROM T. JERMAN RE MEMORANDUM OF LAW (0.1).
BUTLER, JR. J	03/04/06	0.40	TELECONFERENCE WITH K. BUTLER RE: TRIPARTE NEGOTIATIONS ON ATTRITION AND END-STATE PLANS, NEXT STEPS (0.4).
BUTLER, JR. J	03/05/06	1.20	REVIEW AND COMMENT ON SECTION 1113/1114 PLEADINGS (0.8); PREPARE FOR MARCH 6TH LABOR STRATEGY WORKING GROUP MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	03/06/06	1.40	PREPARE FOR (0.2) AND ATTEND (1.2) LABOR STRATEGY WORKING GROUP MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/09/06	0.80	CONTINUE TO WORK ON ATTRITION FRAMEWORK INCLUDING REVIEW AND EVALUATE WORKING GROUP MATERIALS RE GM PARTICIPATION (0.6); FOLLOW-UP ON AUTHORIZED USERS TO DELPHI SECTION 1113/1114 VIRTUAL DATAROOM INCLUDING EMAIL FROM R. EISENBERG RE SAME (0.2).
BUTLER, JR. J	03/10/06	0.40	REVIEW SECTION 1113/1114 SURVEY RE CLAIMS MATTERS (0.4).
BUTLER, JR. J	03/11/06	3.20	CONTINUE TO WORK ON SECTION 1113/1114 PLEADINGS INCLUDING REVIEW OF DRAFT DECLARATIONS (1.4); REVIEW REVISED MEMORANDUM OF LAW FROM T. JERMAN AND PREPARE FOR MARCH 12TH LABOR STRATEGY UPDATE CALL RE SAME (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/12/06	3.10	PREPARE FOR (0.4) AND PARTICIPATE IN (1.3); TELECONFERENCE WITH LABOR STRATEGY WORKING GROUP RE: 1113/1114 PLEADINGS AND OPEN ISSUES; PREPARE FOR (0.2) AND PARTICIPATE IN (0.8); TELECONFERENCE WITH K. BUTLER AND B. SAX RE: TRILATERAL ATTRITION PLAN DISCUSSIONS AND RELATED STRATEGIC MATTERS; REVIEW AND COMMENT AND DRAFT ATTRITION PLAN (0.4).
BUTLER, JR. J	03/13/06	1.20	PREPARE FOR (0.2) AND PARTICIPATE IN (0.6); MEETING WITH LABOR AND COMMUNICATIONS STRATEGY WORKING GROUP RE: POTENTIAL MARCH 17TH ANNOUNCEMENT AND MOTION RE: HUMAN CAPITAL ATTRITION PROGRAM; REVIEW AND REVISE TRILATERAL ATTRITION PLAN (0.4).
BUTLER, JR. J	03/14/06	1.80	PREPARE FOR (0.3) AND PARTICIPATE IN (0.8) MEETINGS WITH K. BUTLER AND OTHERS AT COMPANY IN TROY RE: HOURLY SPECIAL ATTRITION PROGRAM; REVIEW UCC PROPOSED COMMENTS TO ATTRITION FRAMEWORK DOCUMENT (0.3); TELECONFERENCE WITH R. ROSENBERG RE: SAME (0.4).
BUTLER, JR. J	03/15/06	2.10	PREPARE FOR (0.3) AND PARTICIPATE IN (0.7) MEETINGS WITH R. O'NEAL AND K. BUTLER AT COMPANY IN TROY RE: HOURLY SPECIAL ATTRITION PROGRAM; CONTINUE TO REVIEW AND REVISE ATTRITION FRAMEWORK DOCUMENT (0.9); RMAIL FROM M. BIENENSTOCK RE TERMSHEET AND GM POSITION AON NON-DISCLOSURE TO CREDITORS COMMITTEE (0.2).
BUTLER, JR. J	03/16/06	5.50	PREPARE FOR (1.2) AND PARTICIPATE IN (4.3) NUMEROUS TELECONFERENCES AND DRAFTING SESSIONS WITH REPRESENTATIVES OF DELPHI, GM AND UAW RE: SPECIAL ATTRITION PLAN.
BUTLER, JR. J	03/17/06	12.10	PREPARE FOR (0.6) AND PARTICIPATE IN (9.1) NUMEROUS TELECONFERENCES AND DRAFTING SESSIONS WITH REPRESENTATIVES OF DELPHI, GM AND UAW RE: SPECIAL ATTRITION PLAN; REVIEW AND REVISE SPECIAL ATTRITION PLAN AND MOTION (2.4).
BUTLER, JR. J	03/18/06	7.10	PREPARE FOR (0.8) AND PARTICIPATE IN (6.3) NUMEROUS TELECONFERENCES AND DRAFTING SESSION WITH REPRESENTATIVES OF DELPHI, GM AND UAW RE: SPECIAL ATTRITION PLAN (INCLUDING ALL NIGHT NEGOTIATING SESSION).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/19/06	3.60	PREPARE FOR (0.4) AND PARTICIPATE IN (3.2) NUMEROUS TELECONFERENCES AND DRAFTING SESSIONS WITH REPRESENTATIVES OF DELPHI, GM AND UAW RE: SPECIAL ATTRITION PLAN.
BUTLER, JR. J	03/20/06	4.70	PREPARE FOR (0.4) AND PARTICIPATE IN (3.2) NUMEROUS TELECONFERENCES AND DRAFTING SESSIONS WITH REPRESENTATIVES OF DELPHI, GM AND UAW RE: SPECIAL ATTRITION PLAN; REVIEW AND REVISE PLEADINGS (0.7); TELECONFERENCES AND EMAILS WITH B. ROSENBERG RE: CONSENT TO FILE ON SHORTENED NOTICE (0.4).
BUTLER, JR. J	03/21/06	5.60	PREPARE FOR (0.3) AND PARTICIPATE IN (1.7) NUMEROUS TELECONFERENCES AND DRAFTING SESSIONS WITH REPRESENTATIVES OF DELPHI, GM AND UAW RE: SPECIAL ATTRITION PLAN ORDER (2.2); REVIEW AND REVISE PLEADINGS (1.4).
BUTLER, JR. J	03/22/06	2.80	FINALIZE DELPHI, GM AND UAW SPECIAL ATTRITION PLAN (0.6); PREPARE FOR (0.3) AND PARTICIPATE IN (1.9); NUMEROUS TELECONFERENCES AND DRAFTING SESSIONS WITH WORKING GROUP RE: SPECIAL ATTRITION PLAN PLEADINGS..
BUTLER, JR. J	03/23/06	2.70	PREPARE FOR (0.3) AND PARTICIPATE IN (1.3) WORKING GROUP TELECONFERENCES RE: SPECIAL ATTRITION PLAN AND SECTION 1113/1114 PROPOSAL; REVIEW AND REVISE PLEADINGS (1.1).
BUTLER, JR. J	03/24/06	1.30	REVIEW AND REVISE SECTION 1113/1114 TRANSMITTAL LETTER (0.3); REVIEW SECTION 1113/1114 PROPOSAL TO UAW (0.2); REVIEW SECTION 1113/1114 PLEADINGS (0.4); TELECONFERENCES WITH B. SAX AND B. SIEGEL RE: SAME (0.4).
BUTLER, JR. J	03/26/06	2.60	CONTINUE TO REVIEW AND COMMENT ON SECTION 1113/1114 PLEADINGS (1.6); EMAILS TO/FROM B. SAX, T. JERMAN AND B. SIEGEL RE LEGAL STRATEGY MATTERS AND NEXT STEPS (0.5); REVIEW AND COMMENT ON T. JERMAN DRAFT LETTER TO UNIONS (0.3); REVIEW T. JERMAN EMAIL RE SAME (0.2).
BUTLER, JR. J	03/27/06	1.80	CONTINUE TO REVIEW AND COMMENT ON SECTION 1113/1114 PLEADINGS (1.2); REVIEW AND ANALYZE APPALOOSA EXPEDITED DISCOVERY ON SPECIAL ATTRITION PROGRAM MOTION (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/28/06	3.30	CONTINUE TO PREPARE FOR PROBABLE MARCH 31ST FILING OF SECTION 1113/1114 MOTION INCLUDING REVIEW AND COMMENT ON MAJOR PLEADING MATTERS WITH FILING TEAM (1.8) AND CONFERENCE WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.8); TELECONFERENCE AND EMAILS WITH B. ROSENBERG RE UCC DUE DILIGENCE ON SPECIAL ATTRITION PROGRAM (0.3); REVIEW RELATED LATHAM LETTER AND NEXT STEPS (0.4).
BUTLER, JR. J	03/29/06	1.60	CONTINUE TO REVIEW AND COMMENT ON SECTION 1113/1114 PLEADINGS (1.6).
BUTLER, JR. J	03/30/06	5.40	PREPARE FOR (0.4) AND PARTICIPATE IN (3.4) MEETING WITH APPALOOSA COUNSEL (T. LAURIA AND OTHERS FROM WHITE & CASE) RE: MEET AND CONFER ON APPALOOSA PRELIMINARY OBJECTION ON SPECIAL ATTRITION PROGRAM MOTION; REVIEW AND FINALIZE SECTION 1113/1114 PLEADINGS (1.4); REVIEW MEET AND CONFER LETTER (0.2).
BUTLER, JR. J	03/31/06	0.40	REVIEW AND FINALIZE SECTION 1113/1114 SERVICE MATTERS (0.4).
		78.00	
COCHRAN EL	03/13/06	2.40	REVIEW ATTRITION PLAN (2.4).
COCHRAN EL	03/15/06	1.40	REVIEW ATTRITION PLAN REVISION (1.4).
COCHRAN EL	03/24/06	0.40	ADVISE IN CONNECTION WITH LAZARD DISCLOSURE REQUEST (0.4).
		4.20	
FURFARO JP	03/02/06	3.90	CONFERENCE WITH T. JERMAN AND WORKING GROUP RE: 1113 FILINGS/ISSUES TO BE ADDRESSED (2.8); REVIEW OF MATERIALS FOR CONFERENCE (1.1).
FURFARO JP	03/03/06	2.10	CASE ADMINISTRATION WITH PARTNERS (1.3); REVIEW OF MATERIALS FOR LABOR CONFERENCE (0.8).
FURFARO JP	03/06/06	4.60	REVIEW OF MATERIALS FOR MEETING WITH CLIENT (1.1); MEETING WITH B. SAX, B. SIEGEL, T. JERMAN AND WORKING GROUP RE: 1113 MOTION/RELATED ISSUES (2.0); REVIEW OF MEDICAL BENEFITS RESEARCH (1.5).
FURFARO JP	03/07/06	1.30	REVIEW OF COURT PAPERS RE: EQUITY COMMITTEE (1.1); REVIEW OF MATERIALS RE: JOBS BANK DATA (0.2).
FURFARO JP	03/08/06	0.40	REVIEW OF DRAFT PRESENTATION/REVISIONS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	03/09/06	1.30	REVIEW OF SUPPORT FOR DRAFT PRESENTATION (0.7); REVIEW OF CREDITORS COMMITTEE PRESENTATION (0.2); REVIEW OF 1113 ORDERS/SUMMARY (0.4).
FURFARO JP	03/10/06	0.80	REVIEW OF REVISED 1113 MEMORANDUM/AUTHORITIES (0.8).
FURFARO JP	03/11/06	1.50	REVIEW OF REVISED CBA COURT PAPERS (1.5).
FURFARO JP	03/12/06	2.50	REVIEW OF REVISED CBA COURT PAPERS/DISCUSSION WITH WORKING GROUP (2.5).
FURFARO JP	03/13/06	2.00	REVIEW OF DRAFT CBA/ATTRITION PROPOSAL (0.8); REVIEW OF MEMO/SUPPORTING MATERIAL RE: EMPLOYEE ATTRITION/SEPARATION AGREEMENT WITH GM (1.2).
FURFARO JP	03/14/06	2.40	REVIEW OF DRAFT CBA PROPOSAL (0.9); REVIEW OF MEMO RE: EMPLOYEE OBLIGATIONS/GUARANTEE (1.1); REVIEW OF GUARANTEE DOCUMENTS RE: OPEN ITEMS (0.4).
FURFARO JP	03/15/06	0.90	REVIEW/REVISE PROPOSAL TO UNIONS (0.6); UPDATE TO ATTRITION NEGOTIATIONS (0.3).
FURFARO JP	03/16/06	3.20	CONFERENCE WITH B. SAX, D. KIDD AND WORKING GROUP RE: LABOR ISSUES (0.8); REVIEW OF DRAFT ATTRITION PLAN/MOTION FOR APPROVAL (1.8); REVIEW OF SEVERANCE QUESTION (0.4); REVIEW OF ISSUES RE: IMPACT IN PLAN (0.2).
FURFARO JP	03/17/06	1.90	CONFERENCE WITH PARTNERS RE: CASE ADMINISTRATION (1.0); REVIEW OF DRAFT ATTRITION PLAN/MOTIONS (0.9).
FURFARO JP	03/20/06	3.00	REVIEW OF REVISED 1113 COURT PAPERS (3.0).
FURFARO JP	03/21/06	4.20	REVIEW OF DRAFT ATTRITION MOTION AND ATTACHMENT (1.4); CONFERENCE WITH T. JERMAN RE: CBA ISSUES (0.2); REVIEW OF REVISED DECLARATIONS (1.0); REVIEW OF REVISED BRIEF IN SUPPORT OF CBA MOTION (1.6).
FURFARO JP	03/23/06	2.40	CONFERENCE WITH T. JERMAN, F. KUPLICKI AND WORKING GROUP RE: 1113 COURT FILING/REVISIONS TO DOCUMENTS (1.4); CONFERENCE WITH UCC RE: ATTRITION PROGRAM (1.0).
FURFARO JP	03/24/06	3.30	CASE ADMINISTRATION WITH PARTNERS (1.4); REVIEW OF NEW UNION PROPOSAL (1.1); CONFERENCE WITH T. JERMAN AND WORKING GROUP RE: NEXT STEPS FOR FILING (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	03/26/06	1.20	CONFERENCE WITH WORKING GROUP RE: 1113 FILING (0.9); REVIEW OF PROPOSALS (0.3).
FURFARO JP	03/27/06	3.60	CONFERENCE WITH T. JERMAN, B. SAX, K. BUTLER TO DISCUSS LABOR ISSUES (0.9); REVIEW OF REVISED DECLARATIONS/EXHIBITS (2.7).
FURFARO JP	03/28/06	4.90	REVIEW OF REVISED EXPERT REPORTS (1.8); REVIEW OF REVISED DECLARATIONS (1.9); REVIEW OF DRAFT MEMORANDUM IN SUPPORT OF MOTION (1.2).
FURFARO JP	03/29/06	8.10	REVISIONS TO EXPERT REPORTS (1.9); REVISIONS TO DECLARATIONS/REVIEW EXHIBITS (2.9); REVISIONS TO MEMORANDUM OF LAW (1.6); CONFERENCES WITH T. JERMAN, WORKING GROUP RE: FILING ISSUES (1.0); CONFERENCE WITH J. KOHN, D. SILVERMAN RE: STRIKE ISSUE/RESEARCH FILE (0.7).
FURFARO JP	03/30/06	11.80	FINALIZE DECLARATIONS/COURT PAPERS FOR FILING (11.8).
FURFARO JP	03/31/06	8.60	FINALIZE DECLARATIONS/COURT PAPERS FOR FILING (8.6).
		79.90	
MARAFIOTI KA	03/01/06	0.40	DEVELOP LABOR STRATEGY (0.3); CORRESPONDENCE RE: MEETING (0.1).
MARAFIOTI KA	03/02/06	3.10	VIDEO CONFERENCE WITH O'MELVENY, GROOM RE: LABOR STRATEGY (3.0); TELECONFERENCE WITH EISENBERG RE: LABOR ISSUES (0.1).
MARAFIOTI KA	03/07/06	0.20	UPDATE RE: 1113 MOTION STATUS (0.2).
MARAFIOTI KA	03/12/06	2.50	REVIEW 1113/1114 BRIEF (1.2); TELECONFERENCE WITH O'MELVENY, DELPHI RE: 1113/1114 BRIEF (1.3).
MARAFIOTI KA	03/13/06	1.20	CORRESPONDENCE RE: LABOR ISSUES (0.1); TELECONFERENCE WITH DELPHI RE: UNION NEGOTIATIONS (0.7) AND FOLLOWUP WORK (0.2); BEGIN WORK ON MOTION TO APPROVE ATTRITION PLAN (0.2).
MARAFIOTI KA	03/14/06	0.90	REVIEW ATTRITION PLAN (0.3); REVIEWED 1113/1114 PROPOSALS (0.6).
MARAFIOTI KA	03/15/06	1.40	ANALYZE ISSUES RE: 1113 PROPOSAL AND ATTRITION PLAN (1.4).
MARAFIOTI KA	03/17/06	3.30	WORK ON MOTION FOR APPROVAL OF ATTRITION PLAN (3.3).
MARAFIOTI KA	03/18/06	0.30	CORRESPONDENCE RE: STATUS OF ATTRITION PLAN NEGOTIATIONS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/20/06	0.60	REVISE MOTION TO APPROVE ATTRITION PLAN (0.6).
MARAFIOTI KA	03/22/06	0.40	REVIEW FINAL ATTRITION PLAN (0.4).
MARAFIOTI KA	03/23/06	0.90	CORRESPONDENCE RE: COMMITTEE LABOR SUBCOMMITTEE CALL (0.1); WORK ON 1113 PLEADINGS (0.6); DEVELOP STRATEGY RE: SAME (0.2).
MARAFIOTI KA	03/24/06	1.00	TELECONFERENCE WITH T. JERMAN RE: 1113 MATTERS (0.2); DEVELOP STRATEGY RE: 1113 MATTERS (0.8).
MARAFIOTI KA	03/26/06	1.30	STRATEGY TELECONFERENCE RE: LABOR ISSUES (1.0) AND CORRESPONDENCE RE: SAME (0.3).
MARAFIOTI KA	03/27/06	1.80	REVIEW UAW RESPONSE IN SUPPORT OF ATTRITION PLAN (0.1); CORRESPONDENCE RE: PROCEDURAL ISSUES IN CONNECTION WITH FILING OF 1113 MOTION (0.3); WORK ON 1113 PLEADINGS (1.4).
MARAFIOTI KA	03/28/06	7.90	DEVELOP STRATEGY RE: LABOR ISSUES (1.5); WORK ON K. BUTLER DECLARATION (1.8); TELECONFERENCE WITH B. SAX, O'MELVENY RE: 1113 PLEADINGS (0.8); TELECONFERENCE WITH T. JERMYN RE: SAME (0.2); WORK ON 1113 MOTION (1.3); WORK ON GEBBIA DECLARATION (0.8); WORK ON KIDD DECLARATION (0.8); WORK ON QUICK DECLARATION (0.5); WORK ON PROPOSED 1113 ORDER (0.2).
MARAFIOTI KA	03/29/06	9.20	WORK ON SHEEHAN DECLARATION (1.9); WACHTER DECLARATION AND REPORT (1.6); WEBER DECLARATION (1.1); BUTLER DECLARATION (1.6); 1113 BRIEF (2.0); MYERS DECLARATION (0.7) AND 1113 ORDER (0.3).
MARAFIOTI KA	03/30/06	6.90	WORK ON 1113/1114 BRIEF (1.5); MOTION (1.4); NOTICE OF MOTION (0.2); ORDER (0.2); DECLARATIONS OF BUTLER (0.6); SHEEHAN (0.6); GEBBIA (0.5); KIDD (0.5); QUICK (0.5); AND WEBER (0.5); TELECONFERENCES WITH B. SAX (0.4).
MARAFIOTI KA	03/31/06	5.70	FINALIZE 1113/1114 NOTICE OF MOTION (0.1); MOTION (1.5); BRIEF (1.6); AND DECLARATIONS OF BUTLER (0.5); SHEEHAN (0.5); GEBBIA (0.2); KIDD (0.2); QUICK (0.2); AND WEBER (0.4); MEETING WITH PRINTER AND KCC REPRESENTATIVE (0.5).
		49.00	
SPRINGER DE	03/24/06	1.50	REVIEW SECTION 1113/14 MOTION PAPERS (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	03/26/06	3.30	REVIEW SECTION 1113/14 MOTION, MEMORANDUM, AND SUPPORTING DECLARATIONS (1.3); DRAFT MEMO RE: THOUGHTS ON LITIGATION OF MOTION (0.9); SENIOR STAFF CONFERENCE RE: STAFFING AND RELATED ISSUES ON SECTION 1113/14 MOTION (1.1).
SPRINGER DE	03/27/06	3.70	REVIEW AND REVISE ORDER ON APPALOOSA'S EQUITY COMMITTEE MOTION (1.1); DRAFT ORDER ON EXPERTS MOTION (0.6); REVIEW APPALOOSA DISCOVERY REQUESTS RE: ATTRITION MOTION (1.1); REVIEW ATTRITION MOTION (0.9).
SPRINGER DE	03/28/06	1.60	REVIEW AND COMMENT ON 1113/14 MOTIONS (1.2); REVIEW AND REVISE ORDER ON EXPERTS (0.4).
SPRINGER DE	03/29/06	1.50	REVIEW AND COMMENT ON 1113/14 MOTIONS (1.5).
SPRINGER DE	03/30/06	7.80	PREPARATION FOR AND CONDUCT MEET AND CONFER WITH COUNSEL FOR APPALOOSA RE: ATTRITION PLAN MOTION (3.8); REVIEW, REVISE, AND SUBMIT CORRESPONDENCE TO APPALOOSA SUMMARIZING MEET AND CONFER AGREEMENTS (1.4); REVIEW AND COMMENT ON 1113/14 MOTIONS (2.6).
SPRINGER DE	03/31/06	2.50	REVIEW 1113/14 MOTION AS FILED, BRIEF, AND SUPPLEMENTAL DECLARATIONS (2.5).
		21.90	
Total Partner		233.00	
MATZ TJ	03/01/06	0.70	FOLLOW UP WORK RE: 1113/1114 PLEADINGS (0.5); CORRESPONDENCE WITH O'MELVENY AND GROOM LAW GROUP RE: SAME (0.2).
MATZ TJ	03/02/06	3.60	PARTICIPATE IN TELECONFERENCE WITH O'MELVENY, GROOM RE: 1113/1114 PROCESS AND PLEADINGS IN RESPECT THEREOF (3.0); FOLLOW UP WORK RE: SAME (0.4); WORK ON UNION ADVISORS PAYMENT MATTER (0.2).
MATZ TJ	03/03/06	0.70	CONTINUE TO WORK ON DECLARATIONS RE: 1113/1114 MOTION (0.7).
MATZ TJ	03/07/06	1.30	WORK ON 1113/1114 MOTION AND ORDER MATTERS (0.8); TELECONFERENCE AND FOLLOW UP WORK RE: REVISIONS TO PLEADINGS (0.5).
MATZ TJ	03/08/06	0.70	WORK ON 1113/1114 FORM OF ORDER (0.6); WORK ON STATUS OF PLEADINGS (0.1).
MATZ TJ	03/09/06	1.20	WORK ON 1113/1114 ORDER - CLAIMS PROVISIONS (1.2).

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MATZ TJ	03/10/06	1.30	FOLLOW UP WORK RE: 1113/1114 REJECTION CLAIMS MATERIALS AND CHART RE: SAME (0.6); REVIEW MATTERS RE: REJECTION MOTION (0.7).
MATZ TJ	03/12/06	4.60	REVIEW AND COMMENT ON 3/10 VERSION OF 1113/1114 MEMORANDUM OF LAW (2.7); PARTICIPATE IN TELECONFERENCE RE: SAME (1.5); FOLLOW UP WORK RE: SAME (0.4).
MATZ TJ	03/14/06	1.00	FOLLOW UP WORK RE: PAYCRAFT, TOWERS PERRIN MATERIALS, O'MELVERRY MATTERS, AND 1113/1114 PLEADINGS (0.8); TELECONFERENCE WITH U.S. TRUSTEE RE: SAME (0.2).
MATZ TJ	03/17/06	1.60	CONTINUE TO REVIEW AND REVISE OF EMPLOYEE ATTRITION PLAN AND MOTION IN RESPECT THEREOF (1.6).
MATZ TJ	03/21/06	1.30	REVIEW REVISED 1113/1114 MATERIALS FROM O'MELVENY (1.3).
MATZ TJ	03/23/06	4.20	CORRESPONDENCE AND CALL RE: LABOR SUBCOMMITTEE (0.1); ANALYZE SHAREHOLDER SERVICE ISSUES (0.1); REVIEW AND COMMENT ON CURRENT DRAFT OF 1113/1114 MOTION MEMORANDUM OF LAW AND VARIOUS DECLARATIONS (2.6); PARTICIPATING IN CONFERENCE CALL RE: 1113/1114 PLEADINGS COMMENTS, STATUS, AND STRATEGY (1.4).
MATZ TJ	03/24/06	2.40	WORK ON 1113/1114 MATERIALS, SCHEDULING AND PREPARATION (1.6); CONTINUING REVIEW AND REVISE OF 1113/1114 PLEADINGS (0.8).
MATZ TJ	03/26/06	1.10	PARTICIPATING IN CONFERENCE CALL RE: 1113/1114 PROCESS, PLEADINGS STATUS, AND OUTSTANDING MATTERS (1.0); REVIEWING UAW STATEMENT IN SUPPORT OF ATTRITION PROGRAM (0.1).
MATZ TJ	03/27/06	6.90	WORKING ON 1113/1114 PLEADING OUTLINE (0.3); PARTICIPATING IN CONFERENCE CALL RE: 1113/1114 PLEADING MATTERS, STRATEGY (0.6); FOLLOW UP WORK RE: SAME, TIMING AND ADDITIONAL NOTICE PARTIES (0.6); FOLLOW UP WORK RE: VARIOUS EXHIBITS AND DECLARATIONS IN SUPPORT OF MOTION (0.8); WORKING ON PLEADING AND SERVICE ISSUES (1.3); CORRESPONDENCE WITH O'MELVENY RE: SAME (0.3); ANALYZE GM POTENTIAL CLAIMS (0.4); CONTINUED WORK ON 1113/1114 MATERIALS, PROCESS, SERVICE & HEARING MATTERS (2.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/28/06	10.10	WORKING ON 1113/1114 PLEADINGS AND PROCESS (1.2); TELECONFERENCES WITH CHAMBERS RE: CHANGING HEARING FROM MAY 8 TO MAY 12 (0.3); FOLLOW UP RE: SAME AND SUPPLEMENTAL ORDER (0.6); TELECONFERENCES WITH KCC RE: SERVICE MATTERS (0.3); FOLLOW UP WORK RE: SAME (0.2); WORK ON 1113/1114 PLEADINGS WITH O'MELVENY (1.3); FOLLOW UP RE: SERVICE MATTERS AND LOGISTICS (0.8); REVIEW AND COMMENT ON PLEADINGS (2.2); TELECONFERENCE WITH T. JERMAN, R. JANGER RE: 1113 DECLARATIONS AND EXHIBITS (0.8); FOLLOW UP WORK RE: BUTLER DECLARATION (0.3); REVIEW AND COMMENT ON GERSHBEIN, KIDD AND O'NEAL DECLARATIONS (2.1).
MATZ TJ	03/29/06	12.60	WORK WITH KCC AND PRINTERS ON PRODUCTION AND SERVICE MATTERS RE: 1113/1114 BRIEF (0.6); REVIEW AND REVISE MOTION, BUTLER, SHEEHAN, QUICK AND WEBER DECLARATIONS (6.5); REVIEW AND REVISE MEMORANDUM OF LAW (5.5).
MATZ TJ	03/30/06	10.90	MEETING WITH COMPANY RE: 1113/1114 PLEADINGS, PROCESS AND PRESS RELEASE (1.7); FINAL REVIEW AND REVISE FOR FILING AND DELIVERY OF THE 1113/1114 MOTION, MEMORANDUM OF LAW, DECLARATIONS OF KIDD, QUICK, GERSHBEIN, WEBER SHEEHAN AND WACHTER (9.2).
MATZ TJ	03/31/06	16.30	REVIEW, REVISE AND FINALIZE FOR FILING AND DELIVERY TO KCC AND PRINTERS THE GEDDIA, KIDD, QUICK, WEBBER, WACHTER, SHEEHAN, BUTLER AND WILLIAMS DECLARATIONS; ADDITIONAL REVISIONS TO 1113/1114 MOTION AND PROPOSED ORDER (16.3).
		82.50	
Total Counsel		82.50	
FERN BM	03/26/06	0.40	REVIEW RIDERS TO 1113/1114 MOTION (0.4).
FERN BM	03/27/06	2.60	RESEARCH RE: DELPHI MARKET VALUE (1.2); REVISED 1113/1114 RIDER RE: FAIR AND EQUITABLE (1.4).
FERN BM	03/28/06	2.80	REVIEW 8-K RE: ATTRITION PROGRAM (0.3); RESEARCH RE: PRIORITY OF LEGACY CLAIMS (2.5).
FERN BM	03/29/06	0.90	REVIEW SHEEHAN DECLARATION (0.6); REVISE PORTIONS OF SHEEHAN DECLARATION TO REFLECT RECENT DEVELOPMENTS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/31/06	4.10	FORMULATE STRATEGY RE: HEARING ON ATTRITION PLAN MOTION (0.9); REVIEW PRESS RELEASE RE: DELPHI'S LABOR TRANSFORMATION (0.3); REVIEW PLEADINGS RE: ATTRITION PLAN MOTION (0.7); REVIEW BOARD PRESENTATIONS, UCC PRESENTATIONS AND OTHER INTERNAL DOCUMENTS RE: ATTRITION PLAN (2.2).
		10.80	
HERRIOTT AV	03/07/06	1.20	BEGIN DRAFTING BOARD PRESENTATION RE: 1113 (1.2).
HERRIOTT AV	03/08/06	3.20	CONTINUE DRAFTING BOARD PRESENTATION RE: 1113 ACTIONS (2.9); CONDUCT PARTICULAR RESEARCH RE: 1113 (0.3).
HERRIOTT AV	03/09/06	0.90	REVISE BOARD PRESENTATION IN RESPONSE TO COMMENTS (0.9).
HERRIOTT AV	03/10/06	4.60	REVIEW AND REVISE BOARD PRESENTATION RE: 1113 MATTERS (2.6); RESEARCH FOR LANGUAGE IN 1113 DOCUMENTS RELATING TO CLAIMS (2.0).
HERRIOTT AV	03/22/06	0.30	ADDRESS ISSUE RE: ATTRITION PLAN (0.3).
HERRIOTT AV	03/27/06	0.20	BEGIN DRAFTING PROFFER FOR ATTRITION PROGRAM (0.2).
HERRIOTT AV	03/28/06	0.10	RESPOND TO INQUIRY RE: ATTRITION MOTION (0.1).
HERRIOTT AV	03/29/06	1.40	CONDUCT FACT CHECKING FOR ITEMS IN 1113 MEMO (0.4); BEGIN DRAFTING DECLARATIONS RE: HOURLY ATTRITION PROGRAMS (1.0).
HERRIOTT AV	03/30/06	10.10	PREPARE FOR APPALOOSA MEET AND CONFER RE: ATTRITION PROGRAMS MOTION (0.9); ATTEND "MEET AND CONFER" RE: APPALOOSA'S PRELIMINARY OBJECTION TO MOTION WITH T. LAURIA, G. KURTZ, H. BAER, B. ROSENBERG, N. BERGER (3.5); DEVELOP STRATEGY RE: SAME (0.5); DRAFT LETTER MEMORIALIZING MEET AND CONFER AND AGREEMENTS REACHED (3.1); CONTINUE DEVELOPING STRATEGY FOR AND DRAFTING DECLARATIONS PER AGREEMENT FROM MEET AND CONFER (1.4); BEGIN DOCUMENT REQUEST PRODUCTION (0.7).
HERRIOTT AV	03/31/06	4.90	DRAFT DEPOSITION NOTICE (0.4); CONTINUE DRAFTING BUTLER DECLARATION (0.3); BEGIN DRAFTING MEMO FOR AND GATHERING DOCUMENTS RELATED TO APPALOOSA DISCOVERY REQUEST (4.2).
		26.90	
KOHUT RD	03/01/06	4.30	SECTION 1113 MOTION LEGAL RESEARCH (2.3) AND SUMMARY DRAFTING (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KOHUT RD	03/02/06	3.50	SECTION 1113 MOTION LEGAL RESEARCH (1.9) AND SUMMARY DRAFTING (1.6).
		7.80	
MEISLER RE	03/07/06	0.20	TELECONFERENCE WITH A. HILL RE: SECTION 1113 (0.2).
MEISLER RE	03/10/06	0.20	ATTENTION TO ATTRITION PLAN (0.2).
MEISLER RE	03/13/06	0.60	TELECONFERENCE WITH DELPHI AND INTERNAL SKADDEN TEAM RE: SPECIAL ATTRITION PLAN (0.6).
MEISLER RE	03/14/06	0.30	CONTINUE ATTENTION TO ATTRITION PLAN (0.3).
MEISLER RE	03/15/06	3.10	BEGIN REVIEWING AND REVISING SPECIAL ATTRITION PLAN MOTION (2.9); CONFERENCE WITH B. SHAW RE: SAME (0.2).
MEISLER RE	03/16/06	4.50	CONTINUE TO REVIEW AND REVISE ATTRITION PLAN PLEADINGS (4.5).
MEISLER RE	03/17/06	11.60	REVIEW AND ANALYZE UPDATED DRAFTS OF THE FRAMEWORK AGREEMENT RE: SAME (0.8); CONTINUE TO REVIEW AND REVISE MOTION AND ORDER RE: SAME (10.4); TELECONFERENCES WITH KCC RE: SERVICE OF SAME (0.2, 0.1, 0.1).
MEISLER RE	03/18/06	1.40	TELECONFERENCE WITH B. SAX RE: UPDATE ON ATTRITION PLAN (0.1); REVIEW AND ANALYZE UPDATED DRAFT OF FRAMEWORK AGREEMENT (1.3).
MEISLER RE	03/20/06	8.70	CONTINUE TO REVIEW AND REVISE MOTION AND ORDER RE: SAME (8.7).
MEISLER RE	03/21/06	13.90	TELECONFERENCES WITH B. SAX RE: ATTRITION PLAN (0.8) AND MOTION AND ORDER (0.7); FOLLOW UP ON COMMENTS RE: SAME (0.2); CONTINUE TO REVISE MOTION AND ORDER RE: SAME (11.1); CONFERENCE B. SAX AND F. KUPLICKI RE: SAME (0.4); TELECONFERENCES WITH B. SAX, F. KUPLICKI, GM AND UAW RE: ORDER (0.5, 0.2).
MEISLER RE	03/22/06	9.20	REVIEW FINAL FRAMEWORK AGREEMENT RE: ATTRITION PLAN (0.7); DRAFT VARIOUS CORRESPONDENCE TO B. ROSENBERG RE: SAME AND PRESS RELEASE (0.3); CONTINUE TO REVIEW AND REVISE AND FINALIZE MOTION AND ORDER RE: ATTRITION PLAN (7.8); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.4).
MEISLER RE	03/23/06	0.30	REVIEW OF SERVICE OF PROCESS RE: ATTRITION PLAN MOTION AND ORDER (0.3).
MEISLER RE	03/24/06	0.50	REVIEW ATTRITION PLAN MATTERS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/28/06	1.40	REVIEW AND ANALYZE CORRESPONDENCE FROM APPALOOSA RE: ATTRITION PLAN (0.6); BEGAN REVIEW OF COMMUNICATION MATERIALS (0.8).
MEISLER RE	03/29/06	0.20	CONTINUE TO ASSIST WITH APPALOOSA DOCUMENT REQUEST RE: ATTRITION PLAN (0.2).
MEISLER RE	03/30/06	0.30	ASSIST WITH INQUIRIES RE: 1113 MOTION (0.3).
MEISLER RE	03/31/06	2.40	CONTINUE TO ASSIST WITH INQUIRIES RE: 1113 MOTION (0.3); TELECONFERENCE WITH COUNSEL TO UAW RE: 1113 FILINGS (0.1); ATTENTION TO APPALOOSA DISCOVERY REQUEST RE: ATTRITION PLAN (1.7); TELECONFERENCE WITH J. SHEEHAN RE: DOCUMENT REQUEST RE: SAME (0.1); ANALYSIS OF POTENTIAL OBJECTIONS TO SAME (0.2).
		58.80	
REESE RG	03/12/06	0.70	REVIEW DOCUMENTS RELATED TO HUMAN CAPITAL ISSUES (0.7).
REESE RG	03/13/06	1.80	BEGIN REVIEWING DOCUMENTS AND DRAFTING PLEADINGS RE: HUMAN CAPITAL ISSUE (1.8).
REESE RG	03/14/06	7.20	CONTINUE DRAFTING PLEADINGS RE: HUMAN CAPITAL ISSUES (7.2).
REESE RG	03/15/06	6.70	CONTINUE DRAFTING/REVISING PLEADINGS RE: HUMAN CAPITAL ISSUES (6.1); TELECONFERENCE RE: SAME (0.6).
REESE RG	03/16/06	11.10	CONTINUE DRAFTING/REVISING PLEADINGS RE: HUMAN CAPITAL ISSUES (10.6); RESPOND TO COMMUNICATIONS ISSUES RE: SAME (0.5).
REESE RG	03/17/06	11.40	CONTINUE REVISION OF PLEADINGS AND REVIEW AND RESPONSE TO ISSUES RE: HUMAN CAPITAL ISSUE (11.4).
REESE RG	03/18/06	2.70	RESPOND TO ISSUES RE: PLEADINGS RE: HUMAN CAPITAL ISSUES (2.7).
REESE RG	03/20/06	9.10	CONTINUE REVISION OF PLEADINGS AND REVIEW AND RESPONSE TO ISSUES RE: HUMAN CAPITAL ISSUE (9.1).
REESE RG	03/21/06	10.70	CONTINUE REVISION OF PLEADINGS AND REVIEW AND RESPONSE TO ISSUES RE: HUMAN CAPITAL ISSUE (7.8); TELECONFERENCES RE: SAME (2.9).
REESE RG	03/22/06	6.40	FINALIZE PLEADINGS AND REVIEW AND RESPONSE TO ISSUES RE: HUMAN CAPITAL ISSUE (4.7); VARIOUS COMMUNICATIONS RE: SAME (0.8); COORDINATION RE: FILING AND SERVICE ISSUES (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/23/06	0.40	RESPOND TO DISCLOSURE ISSUES RE: MOTION RE: ATTRITION PLANS (0.4) .
REESE RG	03/25/06	0.40	REVIEW PLEADINGS FILED BY UAW RE: ATTRITION PLAN MOTION (0.4) .
REESE RG	03/30/06	1.90	REVIEW OF PLEADINGS RE: ATTRITION PROGRAM MOTION (0.6); REVIEW OF ISSUES RE: DISCOVERY RE: SAME (1.3) .
REESE RG	03/31/06	5.30	REVIEW DOCUMENTS RE: DISCOVERY FOR ATTRITION MOTION OBJECTION (1.9); TELECONFERENCES RE: SAME (0.6); BEGIN DRAFTING DOCUMENTS RE: RESPONSE TO OBJECTIONS RE: ATTRITION PLAN MOTION (2.8) .
		75.80	
STUART NL	03/17/06	3.60	REVIEW AND REVISE ATTRITION PLAN PLEADINGS AND AGREEMENT (3.6) .
STUART NL	03/23/06	1.70	REVIEW AND COMMENT ON 1113 PAPERS (1.7) .
STUART NL	03/26/06	1.60	REVIEW MOTION AND MEMORANDUM (1.6) .
STUART NL	03/27/06	3.90	REVIEW AND COMMENT ON 1113 PAPERS (3.9) .
STUART NL	03/28/06	4.60	REVIEW AND COMMENT ON 1113 PAPERS (4.6) .
		15.40	
TOUSSI S	03/24/06	5.30	REVIEW 1113/1114 MOTION, BRIEF AND DECLARATIONS (4.5); TEAM MEETING TO DISCUSS STATUS OF SAME (0.8) .
TOUSSI S	03/26/06	2.50	REVIEW 1113/1114 MOTIONS AND DECLARATIONS (2.5) .
TOUSSI S	03/27/06	3.50	CONTINUE REVIEWING 1113/1114 MOTIONS AND DECLARATIONS RE: SAME (3.5) .
TOUSSI S	03/28/06	3.20	REVIEW MATERIALS RE: 1113/1114 IN CONNECTION WITH MOTION TO REJECT COLLECTIVE BARGAINING AGREEMENTS (2.5); FOLLOWUP ISSUES RE: SAME (0.7) .
		14.50	
WILSON LD	03/01/06	6.80	REVIEW UAL SURVEY IN CONNECTION WITH BUTLER REQUEST (1.0); REVIEW 1113 PRECEDENTS (3.2); COORDINATE UPDATE OF CHART ON SAME (0.3); REVIEW EXPERT REPORTS FILED IN AUTO 1113 CASES (1.0); UPDATE 1113 SURVEY (0.4); REVIEW NEWS CLIPS FOR POTENTIAL 1113 ISSUES (0.4); MAKE ARRANGEMENTS FOR 1113 LABOR COUNSEL PRO HAC (0.5) .

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WILSON LD	03/02/06	7.00	PREPARE FOR MEETING (2.1); PARTICIPATE ON MEETING TO DISCUSS 1113 PAPERS WITH OMM (3.1); CONFER ON POST-MEETING ISSUES (0.4); CONTACT CLIENT ON ACCOUNTING ISSUE (0.3); REVIEW REVISED CHART AND PRECEDENTS PULLED (1.1).
WILSON LD	03/03/06	2.80	REVIEW MATERIALS RELATED TO AIRLINE 1113 FILINGS PER BUTLER REQUEST (2.8).
WILSON LD	03/06/06	1.30	RESEARCH STATUS OF TOWER SETTLEMENT AND 1113 ISSUES (1.0); REVIEW FILINGS IN SAME (0.3).
WILSON LD	03/07/06	1.20	CONFER ON REVISION OF DRAFT 1113 PAPERS (0.4); REVIEW FILES AND PRECEDENTS FOR SUMMARY ON 1113 FOR BOARD CALL (0.8).
WILSON LD	03/08/06	6.60	REVIEW MATERIALS FOR 1113 PRESENTATION (1.4); REVIEW AND COMMENT ON 1113 SLIDES (0.3); PULL ASSORTED 1113 ORDERS AND REVIEW SAME (2.8); CREATE CHART SUMMARIZING SAME (1.9).
WILSON LD	03/09/06	4.10	RESEARCH ADDITIONAL ORDERS AND FILINGS (2.8); REVISE CHART (0.8); REVIEW NEWS CLIPS FOR 1113 AND LABOR ISSUES (0.5).
WILSON LD	03/10/06	5.20	REVIEW MATERIALS IN PREPARATION FOR STRATEGY CALL (0.9); PARTICIPATE ON WEEKLY STRATEGY CALL (1.2); RESEARCH POTENTIAL CLAIMS PRIORITY ISSUE (1.3); CIRCULATE UPDATED SURVEY MEMO (0.2); REVIEW AND CIRCULATE EMPLOYEE MATTER AGREEMENTS (0.6); REVIEW PRECEDENT REQUESTED BY MEISLER (0.4) CIRCULATE REVISED BRIEF AND COORDINATE CALL FOR SAME (0.2); GENERAL REVIEW OF REVISED BRIEF (0.4).
WILSON LD	03/12/06	5.30	REVIEW REVISED BRIEF (2.8); PARTICIPATE ON CONFERENCE CALL TO DISCUSS MOTION AND STRATEGY (1.5); REVIEW CLIPS SERVICE FOR POTENTIAL LABOR ISSUES (0.5); REVIEW AND CIRCULATE GM EMPLOYEE AGREEMENTS (0.5).
WILSON LD	03/13/06	2.40	REVIEW AND COMMENT ON EMPLOYEE MATTERS SUMMARY (1.4); REVIEW ATTRITION RELATED DOCUMENTS (0.5); REVIEW UPDATES TO CASE BINDER (0.5).
WILSON LD	03/20/06	3.90	REVIEW AND COMMENT ON DRAFT 1113 PAPERS (1.9); COORDINATE ON PRO HAC ISSUES WITH OMM AND SERVICE OF SAME (0.6); REVIEW AND CIRCULATE 1113 BRIEF (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	03/21/06	3.70	REVIEW DRAFT MOTION ON ATTRITION PLAN (0.8); REVIEW DRAFT BRIEF AND DECLARATIONS IN PREPARATION FOR VIDEO CONFERENCE (2.9).
WILSON LD	03/23/06	2.40	REVIEW LATEST DRAFT OF 1113 PAPERS (1.6); PREPARE FOR CONFERENCE TO DISCUSS REVISIONS TO 1113 PAPERS (0.8).
WILSON LD	03/24/06	3.90	PARTICIPATE ON WEEKLY STRATEGY CALL (1.4); REVIEW AND CONSOLIDATE COMMENTS ON 1113 DRAFT PAPERS (1.8); CONFER ON COMMENTS AND TIMING OF REVISED PAPERS (0.2); PARTICIPATE ON CALL TO DISCUSS REVISED DRAFTING PLAN ON 1113 PAPERS (0.5).
WILSON LD	03/26/06	1.00	TELECONFERENCE TO DISCUSS STRATEGY FOR 1113 FILING AND RELATED ISSUES (1.0).
WILSON LD	03/27/06	4.80	PARTICIPATE ON LABOR STRATEGY CALL WITH CLIENT (1.3); CONFER T. MATZ AND J. FURFARO ON 1113 ISSUES (0.3); REVIEW ACTUARY MATERIALS (1.0); REVIEW LATEST DRAFT DECLARATION MATERIALS (1.4); GATHER AND REVIEW MATERIALS FOR CIRCULATION (0.8).
WILSON LD	03/28/06	9.30	COORDINATE PREPARATION OF 1113 PAPERS WITH OMM (1.4); REVIEW DRAFT DECLARATIONS (1.9); COORDINATE PREPARATION OF EXHIBITS (0.8); REVIEW EXPERT DECLARATIONS (0.5); REVIEW DECLARATIONS AND PREPARE MASTER MARK-UP (4.7).
WILSON LD	03/29/06	11.70	PARTICIPATE IN PREPARATION OF 1113 FILINGS AND ITEMS RELATED THERETO (11.7).
WILSON LD	03/30/06	14.40	PREPARE 1113 MATERIALS FOR FILING (14.4).
WILSON LD	03/31/06	10.80	PREPARE 1113 PAPERS FOR FILING (10.0); SUPERVISE FILING OF SAME (0.8).
		108.60	
ZALTZMAN H	03/17/06	5.40	WORK ON HUMAN CAPITAL ATTRITION PROGRAMS PLEADINGS FOR FILING (5.2); DRAFT NOTICE TO ATTRITION MOTION (0.2).
		5.40	
Total Associate		324.00	
DONNELLY NP	03/02/06	2.00	ASSEMBLE FOR ATTORNEY REVIEW THE SUMMARY CHART OF DECLARATIONS IN SECTION 1113/1114 PROCEEDINGS (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DONNELLY NP	03/27/06	5.20	PREPARE DISTRIBUTION OF DRAFT PLEADINGS (5.2).
DONNELLY NP	03/28/06	5.80	PREPARE EXHIBITS (5.8).
DONNELLY NP	03/29/06	6.50	PREPARE EXHIBITS (6.5).
DONNELLY NP	03/30/06	4.90	PREPARE EXHIBITS (4.9).
DONNELLY NP	03/31/06	12.50	PREPARE EXHIBITS (12.5).

36.90

NOWICKI JA	03/22/06	1.10	ATTENTION TO 03/22/2006 DOCUMENT DISTRIBUTION (1.1).
		1.10	

SALAZAR AG	03/01/06	0.40	UPDATE TEAM ON STATUS OF 1113 PRECEDENT (0.4).
SALAZAR AG	03/24/06	1.60	REVIEW AFFIDAVIT OF SERVICE FOR ATTRITION MOTION (0.7); DRAFT AFFIDAVIT OF SERVICE FOR ATTRITION MOTION AND DISTRIBUTE FOR COMMENTS (0.9).
SALAZAR AG	03/30/06	13.80	DRAFT NOTICE FOR 1113 (1.4); COORDINATE TERMS OF SERVICE WITH KCC (4.5); PARTICIPATE IN STRATEGY MEETING FOR FILING (1.5); COMPILE DOCUMENT SETS FOR REVIEW BEFORE PRODUCTION (4.0); ORGANIZE PLEADINGS FOR FILING (2.4).
SALAZAR AG	03/31/06	1.00	RESPOND TO REQUEST FOR CD-ROM OF PLEADINGS (1.0).

16.80

YOELI ME	03/01/06	3.70	ASSEMBLE FOR ATTORNEY REVIEW THE RESEARCH RE: 1113 FILINGS (0.4); ASSEMBLE FOR ATTORNEY REVIEW THE SUMMARY CHART OF RESEARCH RE: CONTENT OF SECTION 1113 SUPPORTING DECLARATIONS (3.3).
YOELI ME	03/02/06	2.80	ASSEMBLE FOR ATTORNEY REVIEW THE SUMMARY CHART OF RESEARCH RE: DECLARATIONS FILED IN SECTION 1113/1114 PROCEEDINGS (2.8).
YOELI ME	03/06/06	0.30	RESEARCH RE: BANKRUPTCY NEGOTIATIONS PRECEDENT (0.3).
YOELI ME	03/09/06	1.90	ASSEMBLE FOR ATTORNEY REVIEW THE CHART AND RESEARCH RE: 1113 ORDER LANGUAGE (1.9).
YOELI ME	03/13/06	1.40	ASSEMBLE FOR ATTORNEY REVIEW THE SECTION 1113/1114 RESEARCH (1.4).
YOELI ME	03/17/06	1.70	PREPARE DISTRIBUTION OF DRAFT PLEADINGS (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

YOELI ME	03/27/06	7.30	PREPARE DISTRIBUTION OF DRAFT PLEADINGS (7.3).
YOELI ME	03/28/06	12.60	PREPARE FILING: PREPARE AND UPDATE MOTION, MEMORANDUM OF LAW AND EXHIBITS, ASSEMBLE AND INDEX DOCUMENTS REQUESTED BY ATTORNEYS, OPERATE CASE ROOM (12.6).
YOELI ME	03/29/06	17.90	PREPARE FILING: ASSEMBLE AND PROOF EXHIBITS, MODIFY DECLARATIONS, MOTION AND MEMORANDUM OF LAW, PREPARE SUPPORTING TABLES AND DOCUMENTS, CONDUCT CASE ROOM OPERATIONS (17.9).
YOELI ME	03/30/06	13.40	PREPARE FILING: ASSEMBLE AND PROOF EXHIBITS, MODIFY DECLARATIONS, MOTION AND MEMORANDUM OF LAW, PREPARE SUPPORTING TABLES AND DOCUMENTS, CONDUCT CASE ROOM OPERATIONS (13.4).
YOELI ME	03/31/06	12.60	PREPARE FILING: ASSEMBLE AND PROOFREAD DECLARATIONS, EXHIBITS, MOTION AND MEMORANDUM OF LAW, INCLUDING SUPPORTING TABLES AND DOCUMENTS, CONDUCT CASE ROOM OPERATIONS, SORT AND REFILE DOCUMENTS INTO O'MELVENY AND SKADDEN INVIOLEATE SETS AT CONCLUSION OF FILING (12.6).
		75.60	
ZSOLDOS AF	03/01/06	0.80	SECTION 1113 PRECEDENT RESEARCH (0.8).
ZSOLDOS AF	03/02/06	1.80	SECTION 1113 PRECEDENT RESEARCH (1.8).
ZSOLDOS AF	03/08/06	1.60	CHECK PROVISIONS OF SECTION 1113 ORDERS IN VARIOUS CASES (1.6).
ZSOLDOS AF	03/09/06	1.00	RESEARCH ON 1113 PLEADINGS IN VARIOUS CASES (1.0).
ZSOLDOS AF	03/13/06	1.40	UPDATE LABOR BINDERS WITH MISSING ORDERS AND OTHER PLEADINGS (1.4).
ZSOLDOS AF	03/28/06	5.00	MEETING WITH OMM PROFESSIONALS AND ORGANIZE DOCUMENTS (0.8); PREPARE FOR 1113 AND 1114 FILINGS (0.9); ASSIST WITH DOCUMENT PRODUCTION AND DISTRIBUTION (0.3); CHECK PLEADINGS AGAINST ORIGINAL COLLECTIVE BARGAINING AGREEMENTS FOR CONSISTENCY (3.3).
ZSOLDOS AF	03/29/06	13.80	PREPARE FOR FILING OF 1113 AND 1114 DOCUMENTS (1.4); RUN CHANGES IN DOCUMENTS (5.7); CONTINUE TO CHECK PLEADINGS AGAINST COLLECTIVE BARGAINING AGREEMENTS FOR CONSISTENCY (6.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	03/30/06	14.70	PREPARE FOR FILING OF 1113 AND 1114 DOCUMENTS (6.3), FINALIZE DECLARATIONS (2.2); MAINTAIN RECORDS OF DOCUMENTS DONE, DOCUMENTS NEEDED TO BE COMPLETED (3.8); ORGANIZE SECTIONS 1113/1114 FILES (2.4).
ZSOLDOS AF	03/31/06	11.80	PREPARE FOR FILING INCLUDING MAKING CHANGES IN DOCUMENTS (2.5); COORDINATE SERVICE (9.3).
		51.90	
Total Legal Assistant		182.30	
TOTAL TIME		<u>821.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/06/06	Furfaro JP	1,113.48
Air/Rail Travel - vendor feed	03/20/06	Meisler RE	163.78
Air/Rail Travel - vendor feed	03/21/06	Meisler RE	120.29
Air/Rail Travel - vendor feed	03/27/06	Meisler RE	118.79
Air/Rail Travel - vendor feed	03/28/06	Meisler RE	1,117.66
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$2,634.00
In-house Reproduction	03/03/06	Copy Center, D	151.01
In-house Reproduction	03/07/06	Copy Center, D	673.75
In-house Reproduction	03/10/06	Copy Center, D	17.20
In-house Reproduction	03/14/06	Copy Center, D	0.60
In-house Reproduction	03/14/06	Copy Center, D	168.11
In-house Reproduction	03/17/06	Copy Center, D	0.80
In-house Reproduction	03/21/06	Copy Center, D	148.11
In-house Reproduction	03/28/06	Copy Center, D	350.63
In-house Reproduction	03/31/06	Copy Center, D	1,159.79
TOTAL IN-HOUSE REPRODUCTION			\$2,670.00
Telephone Expense	03/31/06	Telecommunications, D	9.30
Telephone Expense	03/31/06	Telecommunications, D	10.42
Telephone Expense	03/31/06	Telecommunications, D	0.26
Telephone Expense	03/31/06	Telecommunications, D	0.02
TOTAL TELEPHONE EXPENSE			\$20.00
Lexis/Nexis	03/06/06	Yoeli ME	368.83
Lexis/Nexis	03/28/06	Fern BM	167.17
TOTAL LEXIS/NEXIS			\$536.00
Westlaw	03/09/06	Wilson LD	308.94
Westlaw	03/10/06	Wilson LD	313.94

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	03/28/06	Fern BM	32.12
		TOTAL WESTLAW	\$655.00
Reproduction - color	03/05/06	Copy Center, D	36.00
Reproduction - color	03/07/06	Copy Center, D	36.00
		TOTAL REPRODUCTION - COLOR	\$72.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	23.07
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	30.81
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	11.96
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	16.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	3.96
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	8.86
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	15.09
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	6.26
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	37.10
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	2.38
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	3.89
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	6.93
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	9.93
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	13.76
		TOTAL VENDOR HOSTED TELECONFERENCING	\$190.00
Out-of-Town Travel	03/06/06	Furfaro JP	65.66
Out-of-Town Travel	03/06/06	Furfaro JP	20.50
Out-of-Town Travel	03/06/06	Furfaro JP	5.83
Out-of-Town Travel	03/16/06	Meisler RE	224.86

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/16/06	Meisler RE	177.07
Out-of-Town Travel	03/16/06	Meisler RE	30.00
Out-of-Town Travel	03/16/06	Meisler RE	10.22
Out-of-Town Travel	03/20/06	Meisler RE	85.00
Out-of-Town Travel	03/21/06	Meisler RE	6.69
Out-of-Town Travel	03/21/06	Meisler RE	76.99
Out-of-Town Travel	03/21/06	Meisler RE	359.41
Out-of-Town Travel	03/30/06	Herriott AV	365.16
Out-of-Town Travel	03/30/06	Herriott AV	451.34
Out-of-Town Travel	03/31/06	Herriott AV	35.00
Out-of-Town Travel	03/31/06	Springer DE	988.27
Out-of-Town Travel	03/31/06	Springer DE	80.00
		TOTAL OUT-OF-TOWN TRAVEL	\$2,982.00
Messengers/ Courier	03/17/06	Dist Serv/Mail/Page, D	24.80
Messengers/ Courier	03/17/06	Dist Serv/Mail/Page, D	24.82
Messengers/ Courier	03/17/06	Dist Serv/Mail/Page, D	24.82
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	23.75
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	10.52
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	10.52
Messengers/ Courier	03/29/06	Dist Serv/Mail/Page, D	71.63
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	21.56
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	30.58
		TOTAL MESSENGERS/ COURIER	\$243.00
Out-of-Town Meals	03/16/06	Meisler RE	26.96
Out-of-Town Meals	03/16/06	Meisler RE	14.97
Out-of-Town Meals	03/16/06	Meisler RE	3.50
Out-of-Town Meals	03/16/06	Meisler RE	8.85
Out-of-Town Meals	03/16/06	Meisler RE	5.60
Out-of-Town Meals	03/20/06	Meisler RE	45.01
Out-of-Town Meals	03/20/06	Meisler RE	4.28
Out-of-Town Meals	03/20/06	Meisler RE	5.57
Out-of-Town Meals	03/21/06	Meisler RE	45.01
Out-of-Town Meals	03/21/06	Meisler RE	21.27

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	03/28/06	Stuart NL	4.39
Out-of-Town Meals	03/30/06	Springer DE	45.01
Out-of-Town Meals	03/30/06	Springer DE	37.01
Out-of-Town Meals	03/30/06	Springer DE	44.99
Out-of-Town Meals	03/30/06	Herriott AV	1.73
Out-of-Town Meals	03/31/06	Springer DE	45.01
Out-of-Town Meals	03/31/06	Herriott AV	19.79
Out-of-Town Meals	03/31/06	Herriott AV	19.49
Out-of-Town Meals	03/31/06	Herriott AV	14.56
		TOTAL OUT-OF-TOWN MEALS	\$413.00
Outside Research/Internet Services	03/31/06	Global Securities	15.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$15.00
Contracted Catering-NY	03/02/06	Furfaro JP	299.00
		TOTAL CONTRACTED CATERING- NY	\$299.00
CLR/Disclosure	03/31/06	Global Securities	73.92
CLR/Disclosure	03/31/06	Office Admin, D	25.08
		TOTAL CLR/DISCLOSURE	\$99.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	27.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$27.00
		TOTAL MATTER	\$10,855.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BERKE JS	04/25/06	1.00	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL (1.0).
BERKE JS	04/26/06	1.50	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL (1.5).
BERKE JS	04/27/06	8.80	REVIEW BRIEFS, COURT ORDERS, DECLARATIONS (7.6); PREPARE FOR AND PARTICIPATE IN EVENING CONFERENCE CALL (1.2).
BERKE JS	04/28/06	8.30	EARLY MORNING REVIEW OF DECLARATIONS AND BRIEFS (2.8); REVIEW DISCOVERY AND TRIAL ORDER ISSUES, IN PREP FOR MEET AND CONFER (1.9); ATTEND MEET AND CONFER (2.0); CONTINUE REVIEW OF DECLARATIONS AND BRIEFS (1.6).
BERKE JS	04/29/06	2.80	REVIEW DECLARATIONS (1.8); CONFERENCE CALL (1.0).
BERKE JS	04/30/06	3.40	MORNING REVIEW OF DECLARATION AND BRIEFS (2.6); CONFERENCE CALLS (0.8).
		25.80	
BUTLER, JR. J	04/01/06	1.40	REVIEW EMAILS FROM R. ROSENBERG AND R. EISENBERG RE: SECTION 1113/1114 MOTION AND FOLLOW-UP ON SAME (0.4); CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (0.4); EMAILS FROM/TO M. SEIDER AND R. ROSENBERG RE: CREDITORS' COMMITTEE COMMENTS ON PROPOSED FORM OF FINAL ORDER (0.3); EMAILS FROM/TO J. SHEEHAN RE: IMPACT OF SPECIAL ATTRITION PROGRAM ON PBGC (0.3).
BUTLER, JR. J	04/02/06	3.10	CONTINUE TO OUTLINE DISCOVERY PROCESS RE: SECTION 1113/1114 LITIGATION (0.6); REVIEW MARCH 30 LETTER FROM B. SIMON (0.3) AND EMAIL TO B. SIMON RE: SAME (0.2); REVIEW EMAILS FROM B. ROSENBERG RE: VARIOUS QUESTIONS AND LOOK INTO SAME (0.3); PREPARE FOR APRIL 3RD LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET. AL (0.4); CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (1.1); PREPARE FOR APRIL 3RD WEIL CALL RE: SPECIAL ATTRITION PROGRAM (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/03/06	3.90	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (0.8); REVIEW AND REVISE CHANGES TO PROPOSED ORDER (0.2); REVIEW AND COMMENT ON SUBMISSION TO CREDITORS' COMMITTEE (0.4); PREPARE FOR (0.3) AND ATTEND (1.4) LABOR STRATEGY MEETING WITH K. BUTLER AND B. SAX ET. AL. AT COMPANY IN TROY; EMAIL TO R. ROSENBERG RE: QUESTIONS RE: SECTION 1113 AND 1114 MOTION (0.4); FOLLOW-UP ON PBGC AND COMPASS DUE DILIGENCE MATTERS RE: SPECIAL ATTRITION PROGRAM (0.4).
BUTLER, JR. J	04/04/06	3.40	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (1.1); REVIEW AND CONSIDER UCC, WILMINGTON AND SUPPLEMENTAL APPALOOSA OBJECTIONS TO SPECIAL ATTRITION PROGRAM MOTION (1.4); REVIEW AND REVISE PROPOSED ORDER (0.4); FOLLOW-UP ON PBGC POSITION RE: SPECIAL ATTRITION PROGRAM (0.2); TELECONFERENCE WITH K. ZIMAN RE: PREPETITION LENDERS' POSITION ON SPECIAL ATTRITION PROGRAM MOTION (0.3).
BUTLER, JR. J	04/05/06	0.90	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING DISCOVERY MATTERS (0.6); PREPARE FOR APRIL 6TH MEET AND CONFER COUNSEL MEETING RE: SECTION 1113 AND 1114 LITIGATION (0.3).
BUTLER, JR. J	04/06/06	5.10	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING REVIEW AND REVISION OF OMNIBUS REPLY (0.8) AND WITNESS PREPARATION (1.2); PREPARE FOR (0.7) AND PARTICIPATE IN (1.5) MEET AND CONFER COUNSEL MEETING RE: SECTION 1113 AND 1114 LITIGATION; EMAILS TO/FROM COUNSEL TO OBJECTORS RE POSSIBLE CONSENSUAL LANGUAGE AND OBJECTORS' REJECTION OF SAME (0.6); REVIEW AND REEVALUATE DIP LENDERS' REQUEST FOR MODIFICATION OF PROPOSED ORDER (0.3).
BUTLER, JR. J	04/07/06	5.60	PREPARE FOR (1.9) AND PARTICIPATE IN (3.7) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/09/06	0.70	BEGIN TO REVIEW APRIL 6 MEET AND CONFER DRAFT REPORT (0.3); PREPARE FOR APRIL 10TH LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET. AL. (0.4).
BUTLER, JR. J	04/10/06	1.60	CONTINUE TO REVIEW APRIL 6 MEET AND CONFER DRAFT REPORT (0.2); PREPARE FOR (0.2) AND ATTEND (0.4); STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET AL; PREPARE FOR (0.2) AND PARTICIPATE IN (0.6); MEETING AND LABOR WORKING GROUP TELECONFERENCE AT COMPANY IN TROY RE: 1113/1114 TRIAL PREPARATION AND CALENDAR.
BUTLER, JR. J	04/17/06	2.40	REVIEW AND EVALUATE APPALOOSA REQEUSTS FOR EXPEDITED DISCOVERY RE SECTION 1113/1114 MOTION (0.9); EMAILS TO D. SHERBIN AND WORKING GROUP RE SAME (0.2); REVIEW INFORMATION SHARING MATERIALS FROM B. SIMON (UAW COUNSEL) AND RELATED EMAIL FROM T. JERMAN (0.7); REVIEW EMAILS FROM E. WILSON AND RELATED PBGC STIPULATION (0.3); REVIEW AND EVLAUATE UCC REQUEST FOR LOSS CONTRACTS (0.3).
BUTLER, JR. J	04/18/06	2.10	CONTINUE TO WORK ON PREPARATION OF SECTION 1113/1114 HEARING (1.2); PREPARE FOR APRIL 19TH "LABOR SUMMIT" MEETING (0.6); REVIEW POTENTIAL DISCOVERY REQUESTS TO BE SERVED ON UNIONS (0.3).
BUTLER, JR. J	04/19/06	4.80	PREPARE FOR (0.7) AND PARTICIPATE IN (3.6) "LABOR SUMMIT" MEETING RE: SECTION 1113/1114; REVIEW DRAFT RESPONSE TO UAW INFORMATION SHARING LETTER (0.3); REVIEW APPALOOSA DEPOSITION NOTICE (0.2).
BUTLER, JR. J	04/20/06	1.40	REVIEW APPALOOSA DISCOVERY AND BEGIN TO DRAFT RESPONSE TO APPALOOSA'S DISCOVERY REQUESTS (0.4); REVIEW STATUS OF VARIOUS DISCOVERY MATTERS (0.7); FOLLOW-UP ON DISTRIBUTION OF 3+9 FINANCIAL PERFORMANCE UPDATE TO SECTION 1113 AND 1114 PARTIES (0.3).
BUTLER, JR. J	04/21/06	2.30	BEGIN TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (1.1); DRAFT RESPONSE TO APPALOOSA'S DISCOVERY REQUEST (0.6); REVIEW STATUS OF VARIOUS DISCOVERY MATTERS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/22/06	4.10	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (1.3); REVIEW OMM SUMMARY RE: SAME (0.4); PREPARE FOR (0.4) AND PARTICIPATE IN (1.6) CLIENT WORKING GROUP TELECONFERENCE WITH B. SAX AND OMM, SKADDEN, ROTHSCHILD, FTI AND GROOME PROFESSIONALS; BEGIN TO REVIEW DEMONSTRATIVE EXHIBIT DRAFTS (0.4).
BUTLER, JR. J	04/23/06	2.40	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (1.1); CONTINUE TO REVIEW AND REVISE APRIL 6 MEET AND CONFER DRAFT REPORT (0.4); PREPARE FOR APRIL 24TH LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET. AL. (0.4); EMAILS TO/FROM T. LAURIA RE: APPALOOSA DISCOVERY (0.2); CONTINUE TO REVIEW PROPOSED DEMONSTRATIVE EXHIBITS (0.3).
BUTLER, JR. J	04/24/06	2.80	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTION (1.3); PREPARE FOR (0.4) AND PARTICIPATE IN (1.1) EVENING LABOR STRATEGY UPDATE TELECONFERENCE WITH WORKING GROUP.
BUTLER, JR. J	04/25/06	6.60	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (0.4); BEGIN TO REVIEW DRAFT OUTLINE OF RESPONSE (0.4); PREPARE FOR (0.3); AND PARTICIPATE IN (0.8); TELECONFERENCE WITH T. JERMAN, D. RESNICK ET. AL. RE: EXPERT REPORT; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4); MEET AND CONFER TELECONFERENCE WITH WHITE & CASE RE: APPALOOSA DISCOVERY; TELECONFERENCE WITH R. ROSENBERG AND CONSIDER UCC PARTICIPATION IN SECTION 1113 (0.3); CONTINUE TO REVIEW AND REVISE APRIL 6 MEET AND CONFER DRAFT REPORT (0.2); PREPARE (0.3); AND PARTICIPATE IN (1.4) EVENING LABOR STRATEGY UPDATE TELECONFERENCE WITH WORKING GROUP; REVIEW APPALOOSA DISCOVERY SUBMISSION TO BANKRUPTCY COURT (0.3); CONTINUE TO REVIEW PROPOSED EXHIBITS (0.4); REVIEW AND REVISE D. RESNICK EXPERT REPORT DECLARATION (0.6) REVIEW AND REVISE DRAFT ORDER APPROVING SPECIAL ATTRITION PROGRAM (0.4); REVIEW WILMINGTON TRUST DISCOVERY MATTERS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/26/06	4.70	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (0.8); CONTINUE TO REVIEW DRAFT OUTLINE OF RESPONSE (0.7); REVIEW INFORMATION SHARING SUMMARIES FROM FTI (0.4); REVIEW CURRENT DEPOSITION DISCOVERY SCHEDULE AND PREPARATION STATUS FOR SAME (0.7); FOLLOW-UP RE APRIL 25TH MEET AND CONFER WITH APPALOOSA (0.3); REVIEW AND EVALUATE COMAIR SECTION 1113 DECISION (0.4); REVIEW MEMO RE LOGISTICS AND REQUIREMENTS FOR SERVICE OF DEBTORS' OMNIBUS REPLY (0.3); REVIEW AND EVALUATE PENDING DISPUTES RE WILMINGTON TRUST'S SECTION 1113 AND 1114 DISCOVERY REQUEST (0.3); REVIEW AND REVISE DRAFT CHAMBERS LETTER RE APPALOOSA MATTERS (0.4); REVIEW AND EVALUATE UAW PRECLUSION MOTION (0.4).
BUTLER, JR. J	04/27/06	4.30	TELECONFERENCES WITH B. SIMON RE: MEET AND CONFER MATTERS (0.4, 0.2); REVIEW AND FINALIZE DELPHI RESPONSE TO WHITE & CASE SUBMISSION TO BANKRUPTCY COURT RE: APPALOOSA DISCOVERY MATTERS (1.4); BEGIN TO PREPARE FOR APRIL 28TH MEET AND CONFER CONFERENCE WITH INTERNATIONAL UNIONS (0.6); WORK ON NUMEROUS DISCOVERY MATTERS WITH D. SPRINGER AND T. JERMAN (0.6); FOLLOW-UP ON WILMINGTON TRUST DISCOVERY MATTERS (0.3); PREPARE FOR (0.2) AND PARTICIPATE IN WORKING GROUP TELECONFERENCE (0.4); REVIEW REVISED SPECIAL ATTRITION PROGRAM ORDER (0.2).
BUTLER, JR. J	04/28/06	5.10	REVIEW AND REVISE APRIL 6TH MEET AND CONFER REPORT (1.8); PREPARE FOR (0.8) AND PARTICIPATE IN (1.7) MEET AND CONFER CONFERENCE WITH THE UCC AND INTERNATIONAL UNIONS; BEGIN TO REVIEW REPLY BRIEF (0.6); TELECONFERENCE WITH B. SAX (0.2).
BUTLER, JR. J	04/29/06	3.60	TELECONFERENCE WITH B. SIMON RE: MAY 1ST APPALOOSA MEET AND CONFER (0.3); CONTINUE TO PREPARE FOR MAY 1ST APPALOOSA MEET AND CONFER (0.4); PREPARE FOR (0.4) AND PARTICIPATE IN (1.3) WORKING GROUP TELECONFERENCE WITH 1113/1114 DEPOSITION, WITNESS PREPARATION AND TRIAL PREPARATION; REVIEW UNION EXPERT REPORTS (0.8); BEGIN TO REVIEW AND REVISE MEET AND CONFER REPORT (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/30/06	5.40	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (0.6); BEGIN TO REVIEW AND REVISE APRIL 6 AND 28 JOINT MEET AND CONFER DRAFT REPORT (1.4); PREPARE FOR MAY 1ST CHAMBERS CONFERENCE RE: APPALOOSA (0.6); CONTINUE TO REVIEW PROPOSED DEMONSTRATIVE EXHIBITS (0.4); REVIEW AND REVISE SECTION 1113/1114 REPLY MEMORANDUM (1.3); PREPARE FOR (0.2) AND PARTICIPATE IN (0.9); WORKING GROUP TELECONFERENCE WITH 1113/1114 DEPOSITION, WITNESS PREPARATION AND TRIAL PREPARATION.
		77.70	
COCHRAN EL	04/22/06	2.10	PARTICIPATE IN UPDATE CALL WITH CLIENT ON 1113/1114 MOTIONS (2.1).
		2.10	
FURFARO JP	04/03/06	3.00	CONFERENCE WITH B. SAX, K. BUTLER, T. JERMAN, AND LABOR TEAM RE: LABOR ISSUES (1.5); REVIEW OF UAW CORRESPONDENCE (0.7); REVIEW OF IUE AND USW CORRES. (0.4); REVIEW MATERIALS FOR RESPONSE (0.3); REVIEW REQUEST FOR DOCUMENTS (0.1).
FURFARO JP	04/04/06	3.90	REVIEW OF DECLARATION OF J. SHEEHAN FOR ATTRITION PLAN MOTION (0.9); REVIEW OF DECLARATION OF K. BUTLER FOR ATTRITION PLAN MOTION (0.9); RESPOND TO RETURN OF DOCUMENTS FROM PRINTER (0.2); REVIEW OF RESPONSES/OPPOSITION TO ATTRITION PLAN MOTION (1.3); REVIEW OF UNION CORRESPONDENCE (0.6).
FURFARO JP	04/05/06	1.80	REVIEW OF UNION REQUEST FOR INFORMATION (0.1); REVIEW OF OPPOSITION TO ATTRITION MOTION (1.0); PREPARE FOR STATUS CONFERENCE (0.7).
FURFARO JP	04/06/06	4.60	PREPARE FOR 1113 MEET AND CONFER (1.6); REVIEW OF OPPOSITION/REPLY TO ATTRITION PLAN MOTION (1.5); MEET AND CONFER WITH UNION COUNSEL (1.5).
FURFARO JP	04/07/06	3.70	REVIEW OF MEMO RE: MEET AND CONFER (1.1); REVIEW OF NOTES (0.9); REVIEW OF COMMITTEE REPORTS (0.9); REVIEW OF INFO REQUESTS/RESPONSES (0.8).
FURFARO JP	04/10/06	3.10	CONFERENCES WITH K. BUTLER, B. SAX, T. JERMAN, B. SIGEL TO REVIEW LABOR ISSUES (1.0); REVIEW OF DOCUMENT REQUESTS/INTERROGATORIES (0.4); REVIEW OF UPDATED REPORT FOR COURT (0.5); CONFERENCE WITH B. SIEGEL, B. SAX, T. JERMAN, D. SPRINGER RE: 1113 LITIGATION (0.8); REVIEW OF EXPERT REPORTS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	04/11/06	2.40	REVIEW OF DECLARATIONS/SUPPORTING MATERIALS FOR DISCOVERY (1.6); REVIEW OF DISCOVERY REQUESTS BY IUE/RESPONSE (0.6); REVIEW OF CALENDAR (0.2).
FURFARO JP	04/12/06	1.70	REVIEW OF 10K/REVISIONS (0.8); REVIEW OF MATERIAL RE: ATTRITION RESPONSE (0.9).
FURFARO JP	04/13/06	1.50	REVIEW OF DOCUMENT REQUESTS/RESPONSE (0.4); REVIEW OF MATERIALS FOR EXHIBIT PREPARATION (1.1).
FURFARO JP	04/17/06	2.20	REVIEW OF RESPONSE TO UNION CORRES. (0.7); SCHEDULING FOR MEETING (0.2); REVIEW OF POTENTIAL TRIAL MATERIALS (1.3).
FURFARO JP	04/18/06	4.40	REVIEW OF DRAFT DOCUMENT REQUEST (0.9); REVIEW OF DATA BASE MATERIALS FOR HEARING (1.7); REVIEW OF RESEARCH RE: 11 13 MOTION/RESPONSIVE ITEMS (1.8).
FURFARO JP	04/19/06	5.10	CONFERENCE WITH T. JERMAN, L. HASSEL AND WORKING GROUP TO PREPARE FOR 1113/1114 LITIGATIONS (3.8); REVIEW OF DRAFT USW CORRES. (0.3); REVIEW OF DOCUMENT REQUEST/REVISIONS (0.7); REVIEW OF PBGC STIPULATION (0.3).
FURFARO JP	04/20/06	3.60	REVIEW OF MATERIALS FOR POSSIBLE TRIAL EXHIBITS (1.3); REVIEW OF UNION LEGAL ARGUMENTS IN PRIOR MATTERS (1.2); REVIEW OF ISSUES RE: SALE OF FACILITY (0.6); REVIEW OF PBGC STIPULATION (0.1); REVIEW OF CALENDAR/PARTICIPATION BY VARIOUS REPRESENTATIVES (0.4).
FURFARO JP	04/21/06	2.90	REVIEW OF TRIAL EXHIBITS/BACKGROUND MATERIAL (1.4); REVIEW OF RESPONSES TO 1113 MOTION (1.5).
FURFARO JP	04/22/06	3.50	REVIEW OF RESPONSES FOR 1113/1114 MOTION (2.0); CONFERENCE WITH T. JERMAN, B. SAX AND WORKING GROUP TO DISCUSS LABOR ISSUES/REPLY (1.5).
FURFARO JP	04/23/06	2.50	CONFERENCE WITH T. JERMAN AND ROTHSCHILD RE: EXPERT REPORT (0.5); REVIEW OF FINANCIAL RESULTS (0.5); REVIEW OF RESPONSES/AUTHORITIES TO DEBTORS MOTION (1.5).
FURFARO JP	04/24/06	4.30	REVIEW OF DATA ROOM REQUEST/UPDATES (1.2); REVIEW OF DRAFTS OF EXHIBITS/REVISIONS (1.3); RESEARCH FOR RESPONSE TO UNION ARGUMENTS (1.1); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP RE: LABOR ISSUES (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	04/25/06	7.10	REVIEW OF DISCOVERY REQUESTS/RESPONSES (1.1); PREP/REVIEW OF EXPERT REPORT (2.2); REVIEW OF SUPPLEMENTS TO REPORTS/DISCLOSURES FOR EXPERTS (1.3); REVIEW OF OUTLINE FOR RESPONSES (0.4); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP (1.5); REVIEW MATERIALS FOR WITNESS PREPARATION (0.6).
FURFARO JP	04/26/06	8.30	WITNESS PREPARATION IN TROY (2.7); REVIEW OF OUTLINE FOR REPLY BRIEF (2.4); CONFERENCE WITH WORKING GROUP TO REVIEW REPLY ARGUMENTS (0.8); CONFERENCE WITH UAW COUNSEL TO DISCUSS DISCOVERY ISSUES (0.3); REVIEW OF DISCOVERY ISSUES/RESPONSE TO 1113 MOTION (1.1); CONFERENCE WITH WORKING GROUP TO REVIEW LABOR ISSUES (1.0).
FURFARO JP	04/27/06	8.10	ATTEND DEPOSITIONS OF BUTLER/QUICK (6.0); REVIEW OF COURT PAPERS RE: PARTICIPATION OF THIRD PARTIES IN 1113/1114 PROCESS (1.8); POINTS FOR MEET AND CONFER (0.3).
FURFARO JP	04/28/06	8.50	REVIEW OF STATUS OF DOCUMENT REQUESTS/RESPONSES (1.1); PREPARE WITH WORKING GROUP FOR MEET AND CONFER (1.0); REVIEW OF PRIOR MEETING/REPORT FOR CIRCULATION (0.8); MEET AND CONFER WITH REPRESENTATIVES OF THE UNIONS (1.4); ITEMS FOR NEW REPORT (0.2); REVIEW OF DRAFT OF REPLY BRIEF/RESEARCH (2.1); REVIEW OF DRAFT OF TRUST EXHIBITS (0.9); REVIEW OF DEPOSITION TRANSCRIPTS (1.0).
FURFARO JP	04/29/06	6.30	REVIEW OF DRAFT REPLY/UNION BRIEFS (2.4); REVIEW OF REVISED DEMONSTRATIVE EXHIBITS (0.9); TELECONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP RE: LABOR ISSUES/REPLY MEMO (1.2); REVIEW OF EXPERT REPORTS (1.8).
FURFARO JP	04/30/06	7.20	REVIEW OF DRAFT MEET AND CONFER REPORT (1.1); REVIEW OF REVISED REPLY BRIEF (1.7); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP (0.3); REVIEW OF DRAFT SUPPLEMENTAL DECLARATIONS (2.8); REVIEW OF WITNESS SCHEDULE (0.3); CONFERENCE WITH B. SAX, T. JERMAN, B. SIEGEL AND WORKING GROUP TO PREPARE WITNESSES (1.0).

99.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/03/06	1.90	WORK ON RESPONSES TO COMMITTEE INQUIRIES RE: ATTRITION PLAN (0.3); TELECONFERENCE RE: LABOR ISSUES WITH K. BUTLER, B. SHAW, B. SAX (1.4); CORRESPONDENCE RE: 1113/1114 MEET-AND-CONFER (0.2).
MARAFIOTI KA	04/04/06	1.90	WORK ON DECLARATION OF SHEEHAN RE: ATTRITION PLAN (0.5); REVIEW CORRESPONDENCE WITH W. GOTSHAL RE: ATTRITION PLAN (0.1); WORK ON DISCOVERY ISSUES IN CONNECTION WITH ATTRITION MOTION (0.4); REVIEW GM RESPONSE TO ATTRITION PLAN MOTION (0.2) REVIEW WILMINGTON TRUST LIMITED OBJECTION TO ATTRITION PLAN MOTION (0.2); CORRESPONDENCE RE: ATTRITION PLAN DISCOVERY (0.2); BEGIN REVIEW OF COMMITTEE'S LIMITED OBJECTION TO ATTRITION PLAN (0.3).
MARAFIOTI KA	04/05/06	0.60	TELECONFERENCE WITH M. KESSLER RE: DECLARATIONS IN SUPPORT OF ATTRITION MOTION (0.3); OTHER CORRESPONDENCE RE: ATTRITION MOTION (0.3).
MARAFIOTI KA	04/06/06	3.60	WORK ON REPLY TO GM OBJECTIONS TO ATTRITION PROGRAM (0.7); MEETING WITH B. SAX AND T. JERMAN TO PREPARE FOR LABOR MEET-AND-CONFER (0.8); WORK ON REPLY TO OBJECTION TO HOURLY ATTRITION PROGRAM (1.8); ATTEND LABOR MEET-AND-CONFER (0.3).
MARAFIOTI KA	04/10/06	1.20	REVIEW SUMMARY OF 1113/1114 MEET-AND-CONFER (0.4); STRATEGY CALL WITH O'MELVENY AND CLIENT RE: 1113/1114 TRIAL AND DISCOVERY (0.8).
MARAFIOTI KA	04/11/06	0.10	TELECONFERENCE WITH J. KASTIN RE: LABOR ISSUES (0.1).
MARAFIOTI KA	04/12/06	0.10	REVIEW NOTICE OF EXHIBITS TO BUTLER DECLARATION (0.1).
MARAFIOTI KA	04/14/06	0.20	CORRESPONDENCE RE: 1113 DISCOVERY (0.2).
MARAFIOTI KA	04/17/06	0.30	CORRESPONDENCE RE: LABOR ISSUES (0.3).
MARAFIOTI KA	04/18/06	0.20	REVIEW APALOOSA PRELIMINARY OBJECTION TO 1113/1114 MOTION (0.2).
MARAFIOTI KA	04/19/06	3.80	TELECONFERENCE WITH O'MELVENY, GROM RE: 1113/1114 (3.8).
MARAFIOTI KA	04/20/06	1.80	REVIEW AND REVISE ATTRIBUTION ORDER (0.3); TELECONFERENCE FROM J. TANNENBAUM RE: 1113 DISCOVERY (0.3); RELATE CORRESPONDENCE (0.3); DIRECT RESE (0.4); REVIEW UNION PAPERS RE: 1113/1114 (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/21/06	2.00	CORRESPONDENCE M. KESSLER RE: LABOR ISSUES (0.2); REVIEW LABOR CORRESPONDENCE (0.6); DEVELOP STRATEGY RE: LABOR MATTERS (1.2).
MARAFIOTI KA	04/22/06	2.00	STRATEGY TELECONFERENCE WITH O'MELVENY, COMPANY, AND GROOM RE: 1113/1114 RESPONSIVE PLEADINGS AND DISCOVERY (2.0).
MARAFIOTI KA	04/24/06	1.90	CORRESPONDENCE RE: 1113 DISCOVERY AND RELATED MATTERS (0.5); DEVELOP TRIAL STRATEGY WITH CLIENT AND O'MELVENY (0.9); REVIEW AND REVISE ATTRITION PROGRAM ORDER (0.5).
MARAFIOTI KA	04/25/06	9.90	STRATEGY TELECONFERENCE WITH O'MELVENY, ROTHSCHILD, COMPANY RE: RESNICK DECLARATION AND 1113 STRATEGY (1.0); WORK ON WACHTER SUPPLEMENTAL DECLARATION (1.0); WORK ON COMPLIANCE WITH RULE 26(A)(2)(B) (1.0); CORRESPONDENCE B. CECOTTI RE: DEPOSITIONS (0.2); WORK ON SUPPLEMENTAL EXPERT REPORTS (2.6); REPORT ON CALL WITH APPALOOSA RE: DISCOVERY (0.2); CONTINUE WORK ON ATTRITION ORDER (0.3); WORK ON SERVICE ISSUES IN CONNECTION WITH RESNICK DECLARATION (0.3); DEVELOP TRIAL STRATEGY (1.1); REVIEW CORRESPONDENCE RE: LABOR ISSUES AND DISCOVERY (0.8); ADDITIONAL STRATEGY CALL WITH O'MELVENY AND COMPANY (1.4).
MARAFIOTI KA	04/26/06	6.10	CORRESPONDENCE RE: LABOR MATTERS (0.3); WORK ON LETTER TO COURT RE: APPALOOSA (0.5); RESEARCH STANDING ISSUES (0.9); MEET-AND-CONFER CALL WITH B. CECOTTI AND B. LEVINE WITH T. JERMAN AND B. SAX RE: APRIL 25 LETTER (0.5); WORK ON OUTLINE FOR BRIEF (1.0); CORRESPONDENCE WITH COHEN WEISS (0.2); DEVELOP TRIAL STRATEGY (0.8); SECOND TELECONFERENCE WITH CECOTTI (0.1); REVIEW COMMITTEE COMMENTS TO ATTRITION ORDER (0.2); CORRESPONDENCE RE: JP MORGAN DISCOVERY (0.2); CORRESPONDENCE RE: ATTRITION ORDER (0.2); STRATEGY TELECONFERENCE RE: LABOR ISSUES WITH O'MELVENY AND COMPANY (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/27/06	7.60	DID RESEARCH RE: 1113 ISSUES (2.1); DEVELOP TRIAL STRATEGY (2.2); CORRESPONDENCE TO AND FROM UNIONS RE: MEET-AND-CONFER (0.7); TELECONFERENCE WITH B. MEHLSACK RE: MEET-AND-CONFER (0.1); TELECONFERENCES WITH L. PATTERSON RE: MEET-AND-CONFER (0.2); LABOR STRATEGY TELECONFERENCE WITH O'MELVENY, COMPANY, FTI, ROTHSCHILD (1.3); REVIEW CORRESPONDENCE RE: LABOR MATTERS (0.7); APPALOOSA CORRESPONDENCE (0.3).
MARAFIOTI KA	04/28/06	6.40	PREPARE WITH O'MELVENY FOR MEET-AND- CONFER (0.7); ATTEND MEET-AND-CONFER WITH UAW, USW, IUE, IBOE COUNSEL, O'MELVENY, AND CLIENT RE: DISCOVERY (1.8); FOLLOWUP CONFERENCES AND STRATEGY DEVELOPMENT WITH LABOR TEAM (2.2); CORRESPONDENCE RE: LABOR MATTERS (0.5); FILE REVIEW (1.2).
MARAFIOTI KA	04/29/06	5.80	REVIEW AND REVISE OMNIBUS REPLY BRIEF RE: 1113/1114 (2.5); TELECONFERENCES WITH O'MELVENY, COMPANY, ROTHSCHILD, AND GROOM RE: BRIEF (1.1); CONTINUE WORK ON BRIEF (2.2).
MARAFIOTI KA	04/30/06	14.10	CONTINUE TO REVIEW AND REVISE 1113/1114 REPLY BRIEF (3.9); LABOR STRATEGY CALLS WITH O'MELVENY, GROOM, BETH SAX (1.5); WORK ON TRIAL STRATEGY (1.2); WORK ON GERLING REPLY DECLARATION (1.0); WORK ON K. BUTLER REPLY DECLARATION (1.0); WORK ON GUGLIELMO REPLY DECLARATION (1.0); WORK ON SHAW REPLY DECLARATION (1.5); WORK ON KIDD REPLY DECLARATION (1.0); WORK ON QUICK REPLY DECLARATION (0.8); WORK ON SHEEHAN REPLY DECLARATION (1.2).

71.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	04/24/06	5.50	REVIEW DECLARATIONS AND RELATED MATERIALS (4.4); PARTICIPATE ON TELECONFERENCES RE: PREPARATION OF REPLY BRIEF AND UPCOMING HEARING (1.1).
PANAGAKIS GN	04/25/06	5.60	CONTINUE TO REVIEW DECLARATIONS AND RELATED MATERIALS (3.4); PARTICIPATE ON CALLS RE: PREPARATION OF REPLY BRIEF AND UPCOMING HEARING (0.9); REVIEW CASE LAW (1.3).
PANAGAKIS GN	04/26/06	2.80	REVIEW AND COMMENT ON OUTLINE OF REPLY BRIEF (1.4); PARTICIPATE ON CALL RE: COMMENTS TO SAME (0.8); PARTICIPATE ON FOLLOW-UP CALLS RE: NEXT STEPS (0.6).
PANAGAKIS GN	04/27/06	2.40	PARTICIPATE ON CALLS AND REVIEW OF CORRESPONDENCE WITH LABOR TEAM RE: PREPARATIONS FOR UPCOMING HEARING (2.4).
PANAGAKIS GN	04/28/06	1.10	PARTICIPATE ON TELECONFERENCES AND REVIEW OF CORRESPONDENCE WITH LABOR TEAM RE: PREPARATIONS FOR UPCOMING HEARING (1.1).
PANAGAKIS GN	04/29/06	1.80	REVIEW DRAFT REPLY BRIEF (1.1); REVIEW DRAFT DECLARATIONS (0.7).
PANAGAKIS GN	04/30/06	4.50	REVIEW AND COMMENT ON DRAFT OF REPLY BRIEF (1.2); TELECONFERENCE WITH LABOR TEAM RE: SAME (1.5); TELECONFERENCE WITH T. JERMAN RE: SAME (0.2); PARTICIPATE ON WITNESS PREPARATION CALL (0.7); PARTICIPATE ON EVENING CALL RE: FINALIZING REPLY BRIEF (0.9).

23.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	04/03/06	4.80	TELECONFERENCE WITH SENIOR STAFF RE: LABOR MOTIONS AND DISCOVERY (1.3); PREPARATION FOR DEFENSE OF J. SHEEHAN AND K. BUTLER DEPOSITIONS RE: HUMAN ATTRITION PROGRAM MOTION (1.5); REVIEW OBJECTIONS TO HUMAN ATTRITION PROGRAM MOTION (0.7); TELECONFERENCE WITH SENIOR STAFF RE: LABOR MOTIONS AND DISCOVERY (1.3).
SPRINGER DE	04/04/06	5.30	PREPARE FOR DEPOSITION OF J. SHEEHAN AND K. BUTLER (1.5); CONFERENCE WITH K. BUTLER RE: PREPARATION FOR DEPOSITION ON ATTRITION PROGRAM (1.1); REVIEW OBJECTIONS TO ATTRITION PLAN MOTION FILED BY UCC AND APPALOOSA (1.2); PREPARE FOR ATTRITION PLAN HEARING (1.5).
SPRINGER DE	04/05/06	5.60	PREPARATION FOR AND DEFEND DEPOSITION OF KEVIN BUTLER (4.5); PREPARATION FOR HEARING ON HUMAN ATTRITION PLAN MOTION, INCLUDING EXAM OUTLINES AND SCRIPT (1.1).
SPRINGER DE	04/06/06	8.10	PREPARATION FOR HEARING ON ATTRITION PROGRAM MOTION (4.1); CONFERENCE WITH SENIOR WORKING GROUP RE: HEARING (2.1); PREPARATION FOR AND ATTENDANCE AT MEET AND CONFER RE: 1113/14 MOTIONS (1.9).
SPRINGER DE	04/07/06	4.70	PREPARATION FOR HEARING (1.0); ATTENDANCE AT SIXTH OMNIBUS, INCLUDING HEARING FOR ATTRITION PROGRAM MOTION (3.7).
SPRINGER DE	04/10/06	1.30	CONFERENCE CALL RE: 1113/1114 MOTIONS AND DISCOVERY (1.3).
SPRINGER DE	04/11/06	2.60	TELECONFERENCE RE: 1113/14 MOTIONS AND DISCOVERY (1.5); DRAFT LETTER TO T. KENNEDY RE: DISCOVERY ISSUE (1.1).
SPRINGER DE	04/13/06	1.00	ATTENTION TO 1113/14 DISCOVERY ISSUES (1.0).
SPRINGER DE	04/19/06	2.50	SENIOR STRATEGY SESSION RE: 1113/14 MOTIONS (2.5).
SPRINGER DE	04/26/06	2.00	DRAFT CORRESPONDENCE TO E. FOX RE: SECTION 1113/14 DISCOVERY ISSUES (1.1); TELECONFERENCE RE: SECTION 1113/14 DISCOVERY (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	04/27/06	7.00	REVIEW GM CORRESPONDENCE TO THE COURT RE: DISCOVERY ISSUES (0.5); REVIEW CORRESPONDENCE FROM E. FOX RE: DISCOVERY ISSUES RE: SECTION 1113/14 MOTION (0.5); TELECONFERENCE WITH E. FOX RE: SECTION 1113/14 MEET AND CONFER (0.5); SENIOR WORKING GROUP CONFERENCE CALL RE: SECTION 1113/14 MOTION (1.1); DRAFT MESSAGES TO APPALOOSA AND FOX RE: VIRTUAL DATA ROOM (0.3); FINALIZE AND SEND CORRESPONDENCE TO THE COURT RE: APPALOOSA DISCOVERY ISSUE (0.6); FINALIZE AND SEND CORRESPONDENCE TO THE COURT RE: GM DISCOVERY ISSUE (0.5); REVIEW TRANSCRIPTS OF DEPOSITIONS RE: SECTION 1113/14 MOTION (2.1); REVIEW GM REPLY LETTER TO THE COURT RE: DISCOVERY (0.4); PREPARATION FOR SENIOR WORKING GROUP CONFERENCE CALL RE: SECTION 1113/14 DISCOVERY (0.5).
SPRINGER DE	04/28/06	6.90	TELECONFERENCE RE: PREPARATION FOR SECTION 1113/14 MEET AND CONFER WITH UNIONS (1.0); TELECONFERENCE MEET AND CONFER WITH UNIONS (1.2); REVIEW DRAFT OUTLINE REPLY BRIEF RE: SECTION 1113/14 MOTIONS (1.2); REVIEW UAW EXPERT REPORTS AND OUTLINE POINTS FOR REBUTTAL (3.5).
SPRINGER DE	04/29/06	3.40	TELECONFERENCE WITH WORKING GROUP RE: EXPERT REBUTTAL DECLARATIONS (1.5); TELECONFERENCE MEET AND CONFER WITH UAW RE: SECTION 1113/14 DISCOVERY (0.5); REVIEW DRAFT DECLARATIONS OF SHAW AND GUGLIELMO (0.9); TELECONFERENCE WITH R. EISENBERG RE: REPLY DECLARATION (0.5).
		55.20	
Total Partner		355.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/03/06	2.90	TELECONFERENCE WITH M. KESSLER, J. TANNENBAUM, M. BIENENSTOCK RE: ATTRITION MOTION (0.4); FOLLOW UP WORK RE: SAME (0.3); FOLLOW UP WORK RE: ATTRITION PLAN DISCOVERY, DEPOSITIONS (0.6); CORRESPONDENCE AND WITH COUNSEL TO INTERNATIONAL UNIONS RE: 1113/1114 MEET AND CONFER FOR APRIL 6 (0.9); FOLLOW UP INQUIRES RE: MOTION AND MATERIALS (0.7).
MATZ TJ	04/04/06	5.00	CORRESPONDENCE WITH H. BAER RE: ATTRITION MOTION DEPOSITIONS (0.2); FOLLOW UP WORK RE: SAME (0.2); REVIEW AND FORWARD TO CHAMBERS APPALOOSA PROTECTIVE ORDER (0.2); WORK ON 1113/1114 MEET AND CONFER (0.9); CORRESPONDENCE WITH COUNSEL RE: SAME (0.6); REVIEW AND FORWARD 1113/1114 EXHIBITS TO REQUESTING PARTIES (0.5); REVIEW GM RESPONSE IN SUPPORT OF ATTRITION MOTION (0.2); WORK ON UCC INQUIRES RE: ATTRITION MOTION (0.7); REVIEW UCC LIMITED RESPONSE TO ATTRITION PROGRAM (0.4); FOLLOW UP WORK RE: SAME (0.2); TELECONFERENCES AND CORRESPONDENCE WITH COUNSEL RE: 1113/1114 MEET AND CONFER (0.5); FOLLOW UP WORK RE: SAME (0.4).
MATZ TJ	04/05/06	4.40	REVIEW AND COMMENT ON HOURLY OMNIBUS REPLY RE: OBJECTIONS TO ATTRITION PROGRAMS (0.9); REVIEW CORRESPONDENCE FROM IBEW AND IAM RE: INFORMATION REQUESTS (0.3); FOLLOW UP WORK RE: SAME (0.8); TELECONFERENCES WITH B. SAX RE: SAME (0.3); WORK ON MATTERS RE: APRIL 6TH 1113/1114 MEET AND CONFER AND COUNSEL MEETING BEFORE MEET AND CONFER (1.6); ALL CORRESPONDENCE WITH COUNSEL RE: SAME (0.5).
MATZ TJ	04/06/06	4.90	REVIEW AND COMMENT ON OMNIBUS REPLY TO OBJECTIONS RE: HOURLY ATTRITION PROGRAM MOTION (1.8); FINALIZE SAME FOR FILING (0.3); DISCUSSION WITH B. SAX RE: SAME (0.3); CONTINUING PREPARATION FOR 1113/1114 MEETING AND CONFER (0.8); FOLLOW UP WORK RE: AGENDA MATTERS FOR 1113/1114 MEET AND CONFER (0.6); PRE-MEETING WITH COUNSEL RE: MEET AND CONFER (0.3); PARTICIPATE IN MEETING WITH B. SAX, T. JERMAN, J. KASTIN RE: 1113/1114 MEET AND CONFER (0.8).
MATZ TJ	04/08/06	0.20	COMMENT ON 4/6/06 MEET AND CONFER REPORT (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/10/06	2.10	CORRESPONDENCE WITH J. HARTLEY RE: DOCUMENT REQUEST AND VIRTUAL DATA ROOM (0.1); TELECONFERENCE WITH J. HARTLEY RE: DOCUMENT REQUEST AND VIRTUAL DATA ROOM (0.3); FOLLOW UP CORRESPONDENCE RE: SAME (0.3); FURTHER TELECONFERENCE WITH J. HARTLEY RE: DOCUMENT PRODUCTION (0.3); TELECONFERENCE WITH E. SCHULTENOVER RE: 1113/1114 DOCUMENT REQUEST AND MOTION (0.3); FOLLOW UP WORK RE: SAME (0.3); REVIEW IUE CWA INTERROGATORIES AND DOCUMENT REQUEST (0.3); TELECONFERENCE WITH J. KASTIN RE: SAME (0.2).
MATZ TJ	04/11/06	1.40	FOLLOW UP AND WORK ON 1113/1114 MEET AND CONFER REPORT (0.4); CORRESPONDENCE RE: VIRTUAL DATA ROOM AND DOCUMENT REQUEST BY J. HARTLEY (0.2); REVIEW WITH J. HARTLEY VIRTUAL DATA ROOM AND DOCUMENT REQUEST (0.6); WORK ON DOCUMENT PRODUCTION REQUEST FROM E. SHULTENOVER (0.2).
MATZ TJ	04/12/06	0.70	REVIEW EXHIBIT MATTER FOR K. BUTLER 1113/1114 DECLARATION (0.4); REVIEW AND REVISE SUPPLEMENTAL FILING RE: EXHIBITS IN RESPECT THEREOF (0.3).
MATZ TJ	04/13/06	0.90	FOLLOW UP RE: 1113/1114 DOCUMENT REQUESTS (0.4); TELECONFERENCE WITH J. KASTIN RE: SAME (0.3); TELECONFERENCES WITH E. SCHULTENOVER RE: 1113/1114 DOCUMENT REQUESTS (0.2).
MATZ TJ	04/17/06	1.40	REVIEW APPALOOSA REQUEST FOR DISCOVERY (0.2); CORRESPONDENCE RE: APPALOOSA OTHER DISCOVERY REQUEST (0.6); REVIEW APPALOOSA OTHER DISCOVERY REQUESTS (0.6).
MATZ TJ	04/18/06	1.60	CORRESPONDENCE WITH T. JERMAN ET AL. RE: MEETING RE: 1113/1114 DISCOVERY REQUEST (0.6); REVIEW 1113/1114 DISCOVERY REQUEST (0.2); CONTINUE TO WORK RE: 1113/1114 STRATEGY MEETING (0.4); REVIEW INTERROGATORIES FOR MEETING (0.3); CORRESPONDENCE WITH R. JANGER RE: SAME (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/19/06	5.80	REVIEW MATERIALS FROM O'MELVENY RE: DISCOVERY REQUEST AND REPLY FOR CONFERENCE CALL (0.5); PARTICIPATE IN CONFERENCE CALL WITH O'MELVENY, GROOM LAW GROUP AND SKADDEN RE: STATUS AND PLANNING FOR 1113/1114 HEARINGS (3.8); CORRESPONDENCE WITH KURTZMAN RE: 1113/1114 SERVICE REQUIREMENTS (0.2); REVIEW RE: SERVICE REQUIREMENTS FOR REPLY TIMING (0.3); CORRESPONDENCE WITH B. MEHLSACK & C. MCWEE RE: ACCESS TO VIRTUAL DATA ROOM (0.3); TELECONFERENCE FROM K. MORRIS, J. SIEGEL RE: 1113/1114 STIPULATION RE: PENSION ISSUES (0.3); REVIEW AND FOLLOW UP RE: STIPULATION REQUEST (0.4).
MATZ TJ	04/20/06	5.20	TELECONFERENCE FROM J. KASTIN RE: 1113/1114 DISCOVERY AND DEPOSITIONS (0.3); ANALYZING APPALOOSA DISCOVERY DEPOSITION REQUESTS (0.4); ANALYZING UNION DISCOVERY REQUEST (0.4); ANALYZING SCHEDULING RE: SAME (0.3); CORRESPONDENCE WITH J. KASTIN RE: DISCOVERY (0.1); FOLLOW UP WORK RE: SAME (0.2); CORRESPONDENCE FROM KELLEY DRYE RE: PBGC STIPULATION, 1113/1114 MOTION (0.3); FOLLOW UP RE: SAME (0.2); WORKING ON 1113/1114 LITIGATION PLANNING CALENDAR (0.4) FOLLOW UP CORRESPONDENCE WITH R. JANGER RE: SAME (0.2); REVIEWING CORRESPONDENCE FROM T. JERMAN RE: DISCOVERY REQUESTS (0.5); FOLLOW UP WORK RE: SAME (0.6); CORRESPONDENCE FROM T. JERMAN RE: DEPOSITIONS (0.2); REVIEWING 1113/1114 REPLY SERVICE MATTERS (0.3); TELECONFERENCES WITH KCC RE: SAME (0.4); FOLLOW UP RE: REPLY MATTERS (0.4).
MATZ TJ	04/21/06	1.50	REVIEW AND NOTES RE: IUOE OPPOSITION TO 1113/1114 MOTION (0.4); REVIEW AND NOTES RE: GM OPPOSITION TO 1113/1114 MOTION (0.2); TELECONFERENCE WITH M. E. ROBBINS RE: IBEW AND IAM OBJECTIONS AND FILINGS (0.3); TELECONFERENCE WITH J. KASTIN RE: SAME (0.2); REVIEW SERVICE MATTERS AND REPLY BRIEF (0.2); TELECONFERENCE FROM WEIL RE: ATTRITION PROGRAM ORDER (0.2).
MATZ TJ	04/22/06	6.70	REVIEW, ANALYZING AND COMMENTING ON OBJECTIONS TO 1113/1114 MOTION AND MEMORANDUM OF LAW AND DECLARATIONS IN SUPPORT THEREOF (5.0); PARTICIPATE IN TELECONFERENCE WITH COMPANY, O'MELVENY, GROOM LAW GROUP, FTI AND ROTHSCHILD RE: 1113/1114 OBJECTIONS, REPLY, DEPOSITIONS AND DISCOVERY (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/24/06	4.60	REVIEW LETTER FROM LATHAM RE: 1113/1114 MOTION (0.1); CONTINUE TO WORK ON 1113/1114 DISCOVERY (1.3); CORRESPONDENCE WITH M. ROBBINS RE: DISCOVERY (0.1); FOLLOW UP WORK RE: SAME (0.2); PARTICIPATE IN TELECONFERENCE WITH R. JANGER OF O'MELVENY, R. ISENBERG, J. GUGLIELMO OF FTI AND B. EICHENLAUB OF COMPANY RE: VIRTUAL DATA ROOM (0.8); FOLLOW UP WORK RE: SAME (0.8); REVIEW AND COMMENT ON 1113/1114 DEMONSTRATIVES (0.9); ANALYZE TRIAL STRATEGY WITH COMPANY, O' MELVENY (0.4).
MATZ TJ	04/25/06	4.30	DECLARATION (0.4); FOLLOW UP REVIEW AND WORK RE: SAME (0.8); ANALYZE VARIOUS SERVICE ISSUES RE: WACHTER & WILLIAMS DISCLOSURE (0.5); ANALYZE VARIOUS SERVICE ISSUES RE: RESNICK DECLARATION (0.4); PREPARE MATERIALS FOR TELECONFERENCE (0.6); PARTICIPATE IN TELECONFERENCE WITH O'MELVENY (T. JERMAN, R. JANGER, J. KASTIN ET AL.), COMPANY (B. SAX ET AL.), AND FTI RE: 1113/1114 MOTION, DEPOSITIONS, DISCOVERY MATTERS AND REPLY BRIEF (1.6).
MATZ TJ	04/26/06	8.10	CONTINUE WORK ON APPALOOSA, UCC, GM DISCOVERY REQUEST (0.8); CONTINUE WORK DEPOSITION SCHEDULES (0.2); CONTINUE WORK RE: STATUS OF OUTSTANDING MATTERS (0.4); REVIEW AND COMMENT ON 1113/1114 REPLY BRIEF OUTLINE FROM O'MELVENY (1.8); TELECONFERENCE WITH B. SAX, T. JERMAN, J. KASTIN, R. JANGER, J. FURFARO, ET AL. RE: REPLY BRIEF (0.7); PREPARE SERVICE MEMO RE: 1113/1114 REPLY (0.3); REVIEW JPMORGAN CONFIDENTIALITY MATTER RE: PENDING MOTIONS (0.2); REVIEW JP MORGAN PROTECTIVE ORDER AGREEMENT (0.2); REVIEW REQUEST OF APPALOOSA FOR FULL DISCOVERY (0.2); REVIEW RESPONSE THERETO (0.2); REVIEW SERVICE ISSUE & MATTERS RE: 1113/1114 REPLY BRIEF AND ADDITIONAL DECLARATIONS (0.9); PREPARE AND REVISE MEMO TO O'MELVENY AND COMPANY RE: SAME (0.7); TELECONFERENCE WITH O'MELVENY (T. JERMAN, J. KASTIN, R. JANGER ET AL.) & COMPANY (B. SAX AND S. CORCORAN) TO UPDATE STATUS OF ALL OUTSTANDING MATTERS (1.2); REVIEW DELTA 1113/1114 DECISION RE: COMAIR (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ 04/27/06 9.70 CONTINUE REVIEW AND PLANNING RE:
1113/1114 MOTION & SERVICE THEREOF ON
ALL PARTIES OF REPLY & POSSIBLE
EXPERT, FACTUAL DECLARATIONS (2.2);
TELECONFERENCE WITH CHAMBERS AND F.
EATON RE: APPALOOSA CHAMBERS
CONFERENCE RE: DISCOVERY (0.3);
FOLLOW UP WORK IN RESPECT THEREOF
(0.3); TELECONFERENCE FROM CHAMBERS &
F. EATON RE: APPALOOSA CHAMBERS
CONFERENCE ON 5/1 (0.1);
CORRESPONDENCE WITH O'MELVENY,
SKADDEN TEAM RE: SAME (0.1);
CONTINUING WORK RE: FRIDAY MEET &
CONFER WITH UNIONS (0.6); CONTINUE
WORK RE: VARIOUS DISCOVERY MATTERS,
BINDERS FOR HEARINGS (0.8); CONTINUE
WORK RE: 4/28 MEET AND CONFER WITH
UNIONS (0.6); CONTINUE WORK RE:
1113/1114 REPLY BRIEF, MATERIALS,
DISCOVERY (1.6); CONTINUING REVIEW
RE: UAW MOTION TO EXCLUDE
PARTICIPATION BY UCC, APPALOOSA &
WILMINGTON TRUST (0.6); REVIEW
AUTHORITIES THEREFORE (0.3);
CORRESPONDENCE RE: UPDATED 1113/1114
LITIGATION CALENDAR (0.2);
CORRESPONDENCE RE: 4/26 MEETING
MINUTES (0.1); CORRESPONDENCE RE:
OUTSTANDING MATTERS (0.2); CONTINUE
REVIEW RE: MOTION TO COMPEL (0.4);
TELECONFERENCE WITH O'MELVENY (T.
JERMAN, R. JANGER, J. KASTIN), FTI
(R. EISENBERG), ROTHSCHILD (B. SHAW),
COMPANY (M. SAX, S. CORCORAN) &
SKADDEN TEAM RE: STATUS & OUTSTANDING
MATTERS RE: 1113/1114 MOTION (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/28/06	6.40	TELECONFERENCE WITH M. ROBBINS RE: MEET AND CONFER, DEPOSITION SCHEDULE (0.3); FOLLOW UP TELECONFERENCE WITH M. ROBBINS RE: SAME (0.2); FOLLOW UP RE: APPALOOSA PROTECTIVE ORDER FOR FORWARDING TO CHAMBERS (0.2); CONTINUE REVIEW RE: 1113/1114 REPLY BRIEF, COMPLETION (0.8); REVIEW DRAFT REPORT RE: MEET AND CONFER WITH UNIONS RE: 1113/1114 MOTIONS ON APRIL 6 (0.4); PREPARATION OF VARIOUS ORDERS FOR 4/28 UNION MEET AND CONFER (0.7); TELECONFERENCE WITH T. JERMAN, ET AL. OF O'MELVENY, B. SAX, SKADDEN TEAM, RE: PREPARATION OF RE: 1113/1114 REPLY BRIEF (0.4); CONTINUE REVIEW OF MATERIALS RE: SAME (0.8); ATTEND MEET AND CONFER WITH UNIONS RE: 1113/1114 MOTIONS, PLEADINGS AND DISCOVERY PROCESS (1.8); DISTRIBUTE TO UNIONS' COUNSEL THE DEBTORS' RESPONSES TO COURT RE: GM AND APPALOOSA MOTIONS (0.2); CONTINUE REVIEW OF UAW MOTION TO RESTRICT PARTICIPATION IN 1113/114 HEARING (0.6).
MATZ TJ	04/29/06	5.60	REVIEW AND COMMENT ON DRAFT 1113/1114 REPLY BRIEF (3.3); TELECONFERENCE WITH T. JERMAN, B. SIEGEL, R. JANGER, J. KASTIN OF O'MELVENY, W. SHAW OR ROTHSCHILD, B. SAX OF COMPANY AND SKADDEN TEAM RE: REPLY BRIEF AND COMMENTS THEREON (1.1); FINALIZE COMMENTS ON DRAFT AND FORWARD TO R. JANGER (0.8); CORRESPONDENCE WITH R. JANGER & J. KASTIN RE: REPLY BRIEF (0.2); CORRESPONDENCE WITH O'MELVENY RE: EXHIBIT BINDERS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/30/06	9.50	REVIEW AND COMMENT ON REVISED DRAFT OF 1113/1114 REPLY BRIEF (3.0); TELECONFERENCE WITH T. JERMAN, R. JANGER, & J. KASTIN OF O'MELVENY, B. SAX OF DELPHI, L. HASSEL OF GROOM AND SKADDEN TEAM RE: COMMENTS ON REPLY BRIEF (0.5); FORWARD SAME TO R. JANGER & J. KASTIN (0.2); REVIEW CORRESPONDENCE FROM T. JERMAN RE: 1113/1114 FILING AND SERVICE (0.1); FOLLOW UP RE: SAME (0.2); REVIEW AND COMMENT ON BUTLER DECLARATION (0.6); REVIEW AND COMMENT ON GUGLIELMO DECLARATION (0.7); REVIEW AND COMMENT ON SHEEHAN DECLARATION (0.5); REVIEW AND COMMENT ON GERLING DECLARATION (0.3); REVIEW SUMMARY DRAFT OF OBJECTIONS (0.6); 2 TELECONFERENCES WITH J. KASTIN RE: SAME (0.1); CORRESPONDENCE WITH J. KASTIN, R. JANGER RE: SAME (0.1); CONTINUE REVIEW AND REVISIONS TO REPLY BRIEF (0.8); TELECONFERENCE WITH T. JERMAN RE: REPLY BRIEF (0.2); FOLLOW UP WORK RE: SERVICE MATTERS (0.2); REVIEW AND COMMENT ON SHAW DECLARATION (0.8); REVIEW AND COMMENT ON KIDD DECLARATIONS (0.6).
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92.90

SHIVAKUMAR D	04/25/06	2.20	RESEARCH RE: STANDING BASED ON THE SCOPE OF SECTION 1113 "INTERESTED PARTIES" (0.8); LABOR WORKING GROUP TELECONFERENCE TO REVIEW TRIAL STRATEGY AND PREPARATION (1.4).
SHIVAKUMAR D	04/26/06	2.40	TELECONFERENCES WITH COURT AND COMMUNICATIONS WITH APPALOOSA'S COUNSEL RE: SCHEDULING OF CHAMBERS' CONFERENCE (0.6); TELECONFERENCE WITH LABOR WORKING TO ADDRESS TRIAL PREPARATION AND STRATEGY (1.1); REVIEW AND REVISE DRAFT PROTECTIVE ORDER FOR APPALOOSA (0.7).
SHIVAKUMAR D	04/27/06	2.70	TELECONFERENCE WITH WORKING GROUP TO ADDRESS TRIAL PREPARATION AND STRATEGY (1.3); TELECONFERENCES WITH LABOR CO-COUNSEL TO REVIEW STATUS OF OBJECTORS' DISCOVERY REQUESTS AND ANALYZE RESPONSES TO SAME (1.4).
SHIVAKUMAR D	04/28/06	1.30	TELECONFERENCES WITH WORKING GROUP TO ANALYZE STATUS OF OUTSTANDING DISCOVERY REQUESTS FROM VARIOUS OBJECTORS TO 1113/1114 MOTION AND REVIEW OF RELATED OBJECTOR DISCOVERY REQUESTS (1.3).

8.60

Total Counsel		101.50	
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

CAMPANARIO ND	04/26/06	6.20	REVIEW DOCUMENTS PRESENTED TO DELPHI'S BOARD OF DIRECTORS (4.2); REVIEW OF SECTION 1113/1114 MOTION AND MEMORANDUM OF LAW (2.0).
CAMPANARIO ND	04/27/06	5.70	COMPLETE REVIEW OF SECTION 1113/1114 MOTION AND SUPPORTING MATERIALS (4.9); REVIEW UAW'S MOTION TO LIMIT PARTICIPATION IN SECTION 1113/1114 HEARING (0.8).
CAMPANARIO ND	04/29/06	7.60	REVIEW UAW AND IUE-CWA EXPERT REPORTS ON SECTION 1113/1114 MOTION (3.0); PREPARE DOCUMENT OUTLINING ARGUMENTS MADE BY UNION EXPERTS (2.3); FORMULATE STRATEGY RE: RESPONSES TO UNION EXPERTS (2.3).
CAMPANARIO ND	04/30/06	6.60	FORMULATE STRATEGY RE: RESPONSES TO UNION EXPERTS ON SECTION 1113/1114 MOTION (1.3); PREPARE DECLARATIONS IN SUPPORT OF SECTION 1113/1114 MOTION (5.3).
		26.10	
DIAZ LB	04/05/06	6.30	DRAFT DOCUMENT ANALYZING OBJECTIONS MADE BY VARIOUS PARTIES TO THE HUMAN CAPITAL HOURLY ATTRITION PROGRAM (1.1); RESEARCH CASE LAW RE: SUB ROSA PLANS (5.2).
		6.30	
FERN BM	04/01/06	2.40	REVIEW ISSUES RE: PROJECTED RECOVERY TO VARIOUS CREDITORS AS DESCRIBED IN 1113 PLEADINGS (2.4).
FERN BM	04/02/06	2.60	REVIEW AND REVISE K. BUTLER DECLARATION IN SUPPORT OF ATTRITION MOTION (1.4); REVIEW AND REVISE J. SHEEHAN DECLARATION IN SUPPORT OF ATTRITION MOTION (1.2).
FERN BM	04/03/06	4.60	REVIEW AND EVALUATE ISSUES RE: SATISFYING BUSINESS JUDGMENT FOR ATTRITION PLAN (0.4); FORMULATE STRATEGY RE: DECLARATIONS FOR ATTRITION PLAN (0.7); REVISE K. BUTLER DECLARATION (1.7); ADDITIONAL REVISIONS TO K. BUTLER DECLARATION (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/04/06	10.40	REVIEW AND EVALUATE ISSUES RE: K. BUTLER DECLARATION (0.4); REVISE BUTLER DECLARATION (3.4); EMAILS TO/FROM M. KESSLER RE: DISCOVERY SCHEDULE AND PROTECTIVE ORDER (0.4); DRAFT REESE DEPOSITION NOTICE (0.5); REVIEW AND EVALUATE ISSUES RE: PROTECTIVE ORDER (1.2); FORMULATE STRATEGY RE: PRESENTATION OF EXHIBITS (0.7); DRAFT VARIOUS PROTECTIVE ORDERS RE: ATTRITION MOTION (2.1); FORMULATE STRATEGY RE: HEARING ON ATTRITION MOTION (0.8); REVIEW FILINGS OF GM (0.1), UCC (0.6) AND WILMINGTON TRUST (0.2) RE: ATTRITION MOTION.
FERN BM	04/05/06	7.00	REVIEW APPALOOSA'S SUPPLEMENTAL OBJECTION (0.6); ANALYSIS OF ISSUES RE: APPALOOSA OBJECTION (0.3); ATTENTION TO ISSUES RE: ATTRITION PLAN DEPOSITIONS (0.3); EMAIL TO/FROM B. CECCOTTI RE: ATTRITION MOTION (0.3); PREPARE REESE DEPOSITION OUTLINE (1.7); DRAFT PROTECTIVE ORDERS FOR UAW RE: ATTRITION (0.6); FORMULATE STRATEGY RE: HEARING ON ATTRITION MOTION (1.3); REVIEW EXHIBITS IN PREPARATION FOR HEARING ON ATTRITION MOTION (1.1); EMAILS TO/FROM N. GANATRA RE: DEBTORS' DECLARATIONS (0.3); TELECONFERENCE WITH R. TRUST RE: PROTECTIVE ORDER (0.3); CORRESPONDENCE TO PARTIES IN INTEREST RE: CANCELLATION OF REESE DEPOSITION (0.2).
FERN BM	04/06/06	6.20	REVIEW REPLY TO OBJECTIONS TO ATTRITION MOTION (1.1); RESEARCH RE: REVIEW OF SETTLEMENT AGREEMENTS (1.9); REVIEW DEPOSITION TRANSCRIPT OF J. SHEEHAN (0.9); REVIEW DOCUMENTS IN PREPARATION FOR HEARING ON ATTRITION MOTION (2.3).
FERN BM	04/07/06	3.50	REVIEW TRANSCRIPT OF BUTLER DEPOSITION (2.3); REVIEW 3/30 RESTRUCTURING UPDATE TO UCC (1.2).
FERN BM	04/12/06	2.60	REVIEW ISSUES RE: PROTECTIVE ORDER USED FOR ATTRITION MOTION (0.4); FORMULATE STRATEGY RE: 1113/1114 HEARING (0.8); REVIEW MEMO IN SUPPORT OF 1113/1114 MOTION (1.4).
FERN BM	04/13/06	6.70	REVIEW AND ANALYZE SHEEHAN DECLARATION IN SUPPORT OF 1113/1114 MOTION (4.2); ANALYSIS OF STEADY STATE SCENARIO REFERENCED IN SHEEHAN DECLARATION (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/17/06	4.10	REVIEW APPALOOSA DISCOVERY REQUEST RE: 1113 MOTION (0.2); REVIEW APRIL 7 TRANSCRIPT RE: ATTRITION MOTION (1.3); DRAFT PROTECTIVE ORDERS RE: 1113 MOTION (0.4); REVIEW IUE-CWA'S DISCOVERY REQUEST (0.2); REVIEW ISSUES RE: APPALOOSA'S DOCUMENT REQUEST (0.3); REVIEW DECLARATIONS FILED IN SUPPORT OF 1113 MOTION (1.7).
FERN BM	04/18/06	0.90	REVIEW ISSUES RE: TRANSCRIPT FROM ATTRITION MOTION (0.3); BEGIN DRAFTING OBJECTION SUMMARY CHART RE: 1113 MOTION (0.6).
FERN BM	04/19/06	5.60	FORMULATE STRATEGY RE: HEARING FOR 1113 MOTION (3.5); DRAFT SUMMARY OF 1113 STRATEGY SESSION (2.1).
FERN BM	04/20/06	8.70	TELECONFERENCE WITH S. CLARK RE: MEDICAL TREND RATE (0.3); EMAILS TO/FROM S. CLARK RE: SAME (0.4); CREATED POTENTIAL EXHIBITS RE: MEDICAL TREND RATE (4.6); ATTENTION TO DISCOVERY ISSUES RE: 1113 MOTION (0.5); CREATED ADDITIONAL EXHIBITS FOR 1113 HEARING (2.9).
FERN BM	04/21/06	9.80	REVIEW DATA IN PREPARATION FOR 1113 HEARING (1.4); CREATE ADDITIONAL EXHIBITS FOR 1113 HEARING (1.2); ATTENTION TO DOCUMENTS IN PREPARATION FOR CALL RE: DEMONSTRATIVE EXHIBITS (1.1); STRATEGY SESSION RE: DEMONSTRATIVE EXHIBITS (1.2); REVISE EXHIBITS PER DISCUSSION DURING EXHIBIT STRATEGY SESSION (2.8); CREATE ADDITIONAL DEMONSTRATIVE EXHIBITS (0.9); REVIEW MEMO RE: AUTO INDUSTRY TRENDS (0.5); BEGAN DRAFTING SHEEHAN SUPPLEMENTAL DECLARATION (0.7).
FERN BM	04/22/06	4.80	REVIEW AND REVISE EXHIBITS IN PREPARATION FOR STRATEGY MEETING (0.8); BEGIN REVIEWING OBJECTIONS TO 1113 MOTION (1.7); DELPHI LABOR STRATEGY MEETING (2.3).
FERN BM	04/23/06	1.40	REVIEW AND EVALUATE ISSUES RE: DEMONSTRATIVE EXHIBITS FOR 1113 HEARING (1.4).
FERN BM	04/24/06	10.30	RESEARCH RE: STANDING IN 1113 MOTIONS (2.1); DRAFT VARIOUS SUPPLEMENTAL DECLARATIONS (3.6); DRAFT OBJECTION IN ANTICIPATION OF DISCOVERY MOTION (3.1); ATTENTION TO ISSUES RE: 1113 HEARING (0.6); STRATEGY CALL RE: 1113 HEARING (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/25/06	8.80	REVISE SHEEHAN DECLARATION (2.9); FORMULATE STRATEGY RE: STAFFING FOR 1113 HEARING (0.7); DRAFT INDEX OF 1113 PLEADINGS (0.9); TELECONFERENCE WITH S. CLARK RE: 1113 EXHIBITS (0.3); DRAFT SLIDES RE: STATUS OF 1113 HEARING (0.8); REVISE VARIOUS DEMONSTRATIVE EXHIBITS (1.2); TELECONFERENCE WITH J. GUGLIELMO RE: DISCOVERY ISSUES (0.2); ANALYSIS OF ISSUES RE: PROTECTIVE ORDER (0.4); STRATEGY CALL RE: 1113 HEARING (1.4).
FERN BM	04/26/06	10.80	REVIEW APPALOOSA LETTER RE: DISCOVERY DISPUTE (0.3); REVIEW AND REVISED RESPONSE LETTER RE: SAME (0.4); UPDATE AND REVISED POSSIBLE DEMONSTRATIVE EXHIBITS (1.7); REVIEW ISSUES RE: JOINT EXHIBIT BINDERS (0.7); ATTENTION TO ISSUES RE: DESIGNATION OF CONFIDENTIAL INFORMATION (0.4); STRATEGY CALL RE: 1113 REPLY BRIEF (0.8); DRAFT VARIOUS PROTECTIVE ORDERS RE: 1113 DISCOVERY (1.6); REVISE DEMONSTRATIVE EXHIBITS (2.8); DAILY STRATEGY SESSION (1.3); REVISE APPALOOSA PROTECTIVE ORDER (0.3); REVIEW AND EVALUATE ISSUES RE: CHAMBERS CONFERENCE ON DISCOVERY ISSUES (0.5).
FERN BM	04/27/06	10.40	RESEARCH RE: MOTION TO COMPEL (0.4); ATTENTION TO ISSUES RE: SAME (0.4); FORMULATE STRATEGY RE: PARTICIPATION IN 1113 HEARING (0.5); REVISE DEMONSTRATIVE EXHIBITS (2.9); DRAFT GM PROTECTIVE ORDER (0.4); FORMULATE STRATEGY RE: PREPARATION FOR HEARING (1.2); BEGIN DRAFTING SCRIPT FOR HEARING (1.1); STRATEGY MEETING RE: EXHIBIT BINDERS (1.4); ADDITIONAL REVISIONS TO EXHIBITS (0.8); DAILY STRATEGY MEETING (1.3).
FERN BM	04/28/06	11.40	REVIEW AND REVISE DEMONSTRATIVE EXHIBITS (1.4); STRATEGY MEETING RE: SUPPLEMENTAL DECLARATIONS (1.0); STRATEGY MEETING IN PREPARATION FOR MEET AND CONFER WITH UNIONS (1.1); MEET AND CONFER WITH UNIONS RE: 1113 HEARING (1.8); ORGANIZE AND SCHEDULE TASKS IN PREPARATION FOR SUPPLEMENTAL DECLARATIONS (1.2); BEGIN DRAFTING RESNICK SUPPLEMENTAL DECLARATION (1.4); REVISE EXHIBITS (1.0); REVIEW LAZARD REPORT (0.7); REVIEW DECLARATIONS OF OTHER UNION EXPERTS (1.8).
FERN BM	04/29/06	3.20	STRATEGY TELECONFERENCE RE: SUPPLEMENTAL DECLARATION (1.5); DRAFT SUMMARY OF MILLSTEIN REPORT (0.6); DAILY STRATEGY CALL (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/30/06	3.60	REVIEW MATERIALS RE: SUPPLEMENTAL DECLARATIONS (0.6); TELECONFERENCE WITH B. SHAW RE: RESNICK DECLARATION (0.6); REVIEW DRAFT REPLY TO 1113 OBJECTION (0.9); FORMULATE STRATEGY RE: RESNICK DECLARATION (1.1); REVIEW MATERIALS RE: DELPHI'S FINANCIAL PERFORMANCE (0.4).
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139.80

GUZZARDO J	04/05/06	6.10	COORDINATION OF DOCUMENT PRODUCTION TO WILMINGTON TRUST RELATING TO THE ATTRITION MOTION HEARING (6.1).
GUZZARDO J	04/06/06	17.80	DRAFTING OF DEPOSITION ABSTRACTS FOR ATTRITION MOTION HEARING. (17.8).
GUZZARDO J	04/10/06	0.80	CONFER RE: STRATEGIES AND GO FORWARDS RE: REJECTION OF CBA (0.8).
GUZZARDO J	04/11/06	5.50	REVIEW OF BACKGROUND MATERIALS AND FILINGS FOR CBA REJECTION (3.4); MEETING WITH TEAM DISCUSSING STRATEGY AND GO-FORWARDS FOR DISCOVERY (2.1).
GUZZARDO J	04/20/06	1.90	REVIEW OF BOARD DOCUMENTS FOR PRODUCTION TO UCC (1.9).
GUZZARDO J	04/21/06	6.30	REVIEW OF BOARD DOCUMENTS (6.3).
GUZZARDO J	04/24/06	5.10	REVIEW OF BOARD DOCUMENTS FOR PRODUCTION TO UCC (5.1).
GUZZARDO J	04/25/06	0.40	COMPLETE DOCUMENT REVIEW OF BOARD MATERIALS (0.4).

43.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/01/06	1.40	COLLATE CERTAIN MATERIALS TO PREPARE FOR PRODUCTION TO APPALOOSA (0.7); CONTINUE DRAFTING DECLARATION OF K. BUTLER (0.7).
HERRIOTT AV	04/02/06	1.70	CONTINUE DRAFT OF BUTLER DECLARATION (1.7).
HERRIOTT AV	04/03/06	8.40	PREPARE DOCUMENTS FOR PRODUCTION TO APPALOOSA AND CREATE INDEX OF SUCH DOCUMENTS FOR INTERNAL USE (7.8); CONTINUE DRAFT OF K. BUTLER DECLARATION (0.6).
HERRIOTT AV	04/04/06	9.00	CONDUCT FOLLOW UP RE: DISCOVERY REQUESTS FOR HOURLY ATTRITION PROGRAMS MOTION (0.9); REVIEW BUTLER DECLARATION IN RESPONSE TO CONTENT QUESTION (0.3); BEGIN DRAFTING RESPONSE TO OBJECTIONS TO HOURLY ATTRITION PROGRAMS MOTION (7.8).
HERRIOTT AV	04/05/06	12.70	DEVELOP STRATEGY FOR REPLY TO HOURLY ATTRITION PLAN OBJECTIONS AND CONTINUE DRAFTING PORTIONS OF OMNIBUS REPLY (10.4); CONTINUE GATHERING DOCUMENTS AND BEGIN COMPILING THEM INTO EXHIBIT BINDER FOR CONTESTED HEARING ON OBJECTIONS TO HOURLY ATTRITION PROGRAM (2.3).
HERRIOTT AV	04/06/06	15.40	REVIEW AND REVISE REPLY TO OMNIBUS OBJECTIONS RE: HOURLY ATTRITION PROGRAM (4.1); CONTINUE COMPILING JOINT EXHIBIT BINDER, INCLUDING INDEXING MATERIALS, COMMUNICATING WITH OBJECTORS RE: EXHIBITS TO ENTER, AND RESPONDING TO OBJECTORS QUESTIONS RE: MAKEUP OF EXHIBITS (8.7); REVIEW AND REVISE DEPOSITION DESIGNATIONS MATERIALS AND DRAFT DOCUMENTS RE: DEBTORS' FAIRNESS DESIGNATIONS (2.6).
HERRIOTT AV	04/07/06	7.20	COMPLETE PREPARATIONS FOR HEARING INCLUDING ASSEMBLING EXHIBIT BINDERS FOR CONTESTED HEARING ON HOURLY ATTRITION PROGRAM (1.9); ATTEND AND ASSIST WITH MATERIALS FOR CONTESTED HEARING ON HOURLY ATTRITION PROGRAM (5.1); COMPLETE POST-HEARING WORK RE: SAME (0.2).
HERRIOTT AV	04/12/06	1.10	CONDUCT FOLLOW UP RE: HOURLY ATTRITION PLAN INCLUDING DISTRIBUTION OF MATERIALS TO COUNTER PARTIES (0.9); RESPOND TO HOTLINE CALL RE: 1113 (0.1); RESPOND TO HOTLINE CALL RE: BENEFIT GUARANTEE (0.1).
HERRIOTT AV	04/13/06	0.80	BEGIN GATHERING MATERIALS RELATED TO REQUESTS PURSUANT TO 1113 MOTION (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/17/06	2.30	REVIEW HOURLY ATTRITION PROGRAM TRANSCRIPT AND BEGIN TO OUTLINE REVISIONS TO ORDER RE: SAME (2.2); RESPOND TO QUESTION RE: 1113 DOCUMENTS (0.1).
HERRIOTT AV	04/18/06	1.10	CONTINUE TO REVIEW TRANSCRIPT AND REVISE HOURLY ATTRITION PLAN ORDER ACCORDINGLY (0.8); RESPOND TO HOTLINE CALL RE: SAME (0.3).
HERRIOTT AV	04/19/06	0.30	REVIEW REVISIONS TO HOURLY ATTRITION PLAN ORDER FOR CONSISTENCY WITH TRANSCRIPT (0.2); RESPOND TO REQUEST RE: 1113 PLEADINGS (0.1).
HERRIOTT AV	04/20/06	1.80	CONTINUE TO REVIEW AND REVISE HOURLY ATTRITION PLAN ORDER (1.8).
HERRIOTT AV	04/21/06	3.50	CREATE DEMONSTRATIVE EXHIBITS FOR 1113 HEARING (3.5).
HERRIOTT AV	04/25/06	1.10	RESPOND TO QUESTION RE: 1113 DOCUMENTS FOR PRODUCTION (0.1); REVIEW DRAFT HOURLY ATTRITION PROGRAM ORDER (1.0).
HERRIOTT AV	04/26/06	1.30	REVIEW 1113 DOCUMENT REQUEST AND ASSEMBLE RESPONSIVE DOCUMENTS RE: SAME (1.3).
HERRIOTT AV	04/27/06	0.40	REVIEW AND REVISE 1113 DEMONSTRATIVE EXHIBIT (0.2); STRATEGIZE RE: LOGISTICS OF FILING AND SERVING 1113 RESPONSE (0.2).
HERRIOTT AV	04/28/06	0.70	REVIEW LETTERS ON DOCKET RE: FILING OF 1113/1114 PLEADINGS (0.7).
		70.20	
MACDONALD N	04/05/06	2.10	REVIEW DEPOSITION TRANSCRIPT AND BEGIN ABSTRACT OF SAME (2.1).
MACDONALD N	04/06/06	6.40	CONTINUE REVIEW OF DEPOSITION TRANSCRIPT AND CONTINUE ABSTRACT OF SAME (6.4).
MACDONALD N	04/13/06	5.60	BEGIN REVIEW OF SECTION 1113 MOTION AND RELATED PLEADINGS AND DECLARATIONS (5.6).
MACDONALD N	04/14/06	3.90	CONTINUE REVIEW OF SECTION 1113 MOTION AND RELATED PLEADINGS AND DECLARATIONS (1.8); MEET WITH LABOR AND EMPLOYMENT PROFESSOR AT CHICAGO KENT TO DISCUSS MATTERS RELATED TO SECTION 1113 AND 1114 MOTIONS (2.1).
MACDONALD N	04/19/06	8.60	CONTINUE REVIEW OF DECLARATIONS AND RELATED DOCUMENTS FILED IN SUPPORT OF DEBTORS' SECTION 1113 MOTION (8.6).

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MACDONALD N	04/20/06	10.80	CONTINUE REVIEW OF SECTION 1113 MOTION AND RELATED PLEADINGS AND DECLARATIONS (10.8) .
MACDONALD N	04/21/06	5.20	CONTINUE REVIEW OF DECLARATIONS AND RELATED DOCUMENTS FILED IN SUPPORT OF DEBTORS' SECTION 1113 MOTION (5.2) .
MACDONALD N	04/25/06	0.40	TELECONFERENCE WITH CO-COUNSEL RE: MATTERS RELATED TO PENDING HEARING (0.4) .
MACDONALD N	04/26/06	4.10	REVIEW DOCUMENTS AND LETTER RESPONSE IN PREPARATION FOR PRODUCTION (4.1) .
MACDONALD N	04/28/06	6.50	TELECONFERENCE WITH FINANCIAL TEAM ABOUT MATTERS RELATED TO SECTION 1113 MOTION (1.5); TELECONFERENCE WITH UNIONS RE: DISCOVERY-RELATED MATTERS (0.6); BEGIN REVIEW OF UNION EXPERT REPORTS AND DOCUMENTS RELATED TO SAME (1.3); BEGIN DRAFT OF UNION EXPERT SUMMARY OF ARGUMENTS (3.1) .
MACDONALD N	04/29/06	6.50	TELECONFERENCE WITH FINANCIAL TEAM ABOUT MATTERS RELATED TO SECTION 1113 MOTION (1.5); TELECONFERENCE WITH UNIONS RE: DISCOVERY-RELATED MATTERS (0.6); BEGIN REVIEW OF UNION EXPERT REPORTS AND DOCUMENTS RELATED TO SAME (1.3); BEGIN DRAFT OF UNION EXPERT SUMMARY OF ARGUMENTS (3.1) .
MACDONALD N	04/30/06	5.30	TELECONFERENCE WITH CLIENT AND ADVISORS RE: MATTERS RELATED TO PENDING DRAFT OF REBUTTAL DECLARATION (1.2); CONTINUE DRAFT OF UNION EXPERT SUMMARY OF ARGUMENTS (4.1) .
		65.40	
MEISLER RE	04/02/06	5.90	REVIEW AND COMMENT ON 1113/1114 MATERIALS (3.6); WORK ON SUPPORT FOR MOTION TO APPROVE ATTRITION PLANS (2.3) .
MEISLER RE	04/03/06	3.70	CONTINUE WORKING ON SUPPORT FOR MOTION TO APPROVE ATTRITION PLAN (1.2); WORK ON RESPONSES TO UCC INQUIRY (2.5) .
MEISLER RE	04/04/06	5.00	CONTINUE WORKING ON ATTRITION PLAN SUPPORT (4.5); ATTENTION TO WTC DILIGENCE REQUEST AND RESPONDED TO SAME (0.5) .

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MEISLER RE	04/05/06	7.70	CONTINUE WORKING ON WTC DISCOVERY REQUEST RE: HOURLY ATTRITION PLAN (1.9); TELECONFERENCE WITH B. FRANTANGELO RE: SAME (0.1); CONTINUE WORKING ON SUPPORT FOR MOTION TO APPROVE ATTRITION PLAN (0.9); REVIEW AND ANALYZE OBJECTIONS TO SAME (2.1); REVIEW AND COMMENT ON REPLY TO OBJECTIONS (1.9); RESPOND TO INQUIRIES RE: DISCOVERY (0.6); TELECONFERENCE WITH COUNSEL FOR UAW RE: SAME (0.2).
MEISLER RE	04/06/06	6.40	CONTINUE WORKING ON TRIAL PREPARATIONS RE: SUPPORT FOR MOTION TO APPROVE ATTRITION PLAN (4.9); CONTINUE TO REVIEW AND COMMENT ON REPLY TO OBJECTIONS (1.5).
MEISLER RE	04/14/06	0.50	REVIEW DISCOVERY MATTERS RE: 1113/1114 (0.5).
MEISLER RE	04/17/06	0.10	RESPOND TO REQUEST FROM R. JANGER (0.1).
MEISLER RE	04/18/06	0.20	REVIEW APPALOOSA OBJECTION TO 1113 MOTION (0.2).
MEISLER RE	04/20/06	1.90	REVIEW HOURLY ATTRITION PLAN ORDER (1.9).
MEISLER RE	04/22/06	2.20	PREPARE FOR LABOR CALL (0.5); PARTICIPATE ON SAME (1.7).
MEISLER RE	04/25/06	4.60	REVIEW AND REVISE HOURLY ATTRITION PLAN ORDER (2.9); WORK ON 1113/1114 MATTERS (1.2) AND REVIEW 7TH CIRCUIT EASTERBROOK AND POSNER CASES (0.5).
MEISLER RE	04/26/06	3.10	TELECONFERENCE WITH M. KESSLER RE: HOURLY ATTRITION PLAN ORDER (0.1); CONTINUE TO REVIEW COMMENTS RECEIVED FROM OBJECTORS, GM AND USW RE: SAME (1.5); REVIEW REVISIONS TO HOURLY ATTRITION PLAN ORDER (0.7); REVIEW APPALOOSA LETTER TO CHAMBERS RE: DISCOVERY AND THE 1113 PROCESS (0.3); REVIEW AND COMMENT ON RESPONSE RE: SAME (0.5).
MEISLER RE	04/27/06	3.80	REVIEW COMMENTS FROM APPALOOSA, WTC AND USW RE: HOURLY ATTRITION PLAN ORDER (1.1); REVIEW OF TRANSCRIPT RE: SAME (0.6); REVIEW REVISE ORDER (1.3); NOTES TO FILE RE: SAME (0.5); ATTENTION TO 1113/1114 MOTION (0.3).
MEISLER RE	04/28/06	0.60	CONTINUE TO WORK ON REVISED ORDER RE: HOURLY ATTRITION PLAN (0.4); ATTENTION TO DOCUMENT REVIEW RE: SECTION 1113 (0.2).

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MEISLER RE	04/30/06	0.90	CONTINUE TO WORK ON HOURLY ATTRITION PLAN ORDER (0.5); 1113 EXHIBIT OF OBJECTION (0.4) .
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46.60

POLISENO SU	04/07/06	1.50	RESEARCH BANKRUPTCY CASE LAW RE: 1113/1114 PRECLOSING (1.5) .
POLISENO SU	04/30/06	9.80	REVIEW DOCUMENTS FOR DOCUMENT PRODUCTION RE: 1113/1114 DISCOVERY REQUESTS (9.8) .
		11.30	

REESE RG	04/01/06	1.50	REVIEW MATERIALS RE: DISCOVERY RE: HOURLY ATTRITION PROGRAMS MOTION (1.5) .
REESE RG	04/02/06	5.80	DRAFT DECLARATION OF J. SHEEHAN RE: ATTRITION PLAN (5.8) .
REESE RG	04/03/06	5.50	REVISE DECLARATION OF J. SHEEHAN RE: ATTRITION PLAN MOTION (1.6); REVIEW AND RESPOND TO VARIOUS ISSUES RELATED TO DISCOVERY FOR ATTRITION PLAN MOTION (3.9) .
REESE RG	04/04/06	10.10	FINALIZE JOHN SHEEHAN DECLARATION (0.8); RESPOND TO VARIOUS OTHER DISCOVERY ISSUES (1.3); REVIEW OBJECTIONS TO HOURLY ATTRITION PROGRAMS MOTION (1.9); BEGIN RESPONSE TO SAME (6.1) .
REESE RG	04/05/06	14.50	DRAFT RESPONSE TO OBJECTIONS RE: HUMAN CAPITAL HOURLY ATTRITION PROGRAMS MOTION (14.5) .
REESE RG	04/06/06	16.10	CONTINUE DRAFTING/REVISING RESPONSE TO OBJECTIONS RE: HUMAN CAPITAL HOURLY ATTRITION PROGRAMS MOTION (6.8); PREPARATIONS FOR HEARING ON HUMAN CAPITAL HOURLY ATTRITION PROGRAMS MOTION (9.3) .
REESE RG	04/07/06	9.70	PREPARE FOR HEARING ON HOURLY ATTRITION PLAN (1.8); ATTEND OMNIBUS HEARING (7.9) .
REESE RG	04/17/06	4.10	REVIEW DRAFT TRANSCRIPT OF 4/7 HEARING (2.7); REVISE HOURLY ATTRITION PLAN ORDER (1.4) .
REESE RG	04/20/06	0.90	RESPOND TO ISSUES RE: REVISED HOURLY ATTRITION PROGRAM ORDER (0.9) .
REESE RG	04/24/06	1.30	REVIEW FINAL TRANSCRIPT OF 4/7 HEARING (1.3) .
REESE RG	04/25/06	1.60	RESPOND TO ISSUES RE: AND REVISE HOURLY ATTRITION PLAN ORDER (1.6) .

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REESE RG	04/26/06	0.90	REVIEW AND RESPOND TO COMMENTS TO HOURLY ATTRITION PLAN ORDER (0.9).
REESE RG	04/27/06	3.80	REVIEW COMMENTS TO AND REVISE HOURLY ATTRITION PROGRAM ORDER (3.4); TELECONFERENCE WITH M. REILA RE: SAME (0.4).
REESE RG	04/28/06	0.90	REVIEW AND RESPOND TO ISSUES RE: MODIFICATIONS TO THE HOURLY ATTRITION PROGRAMS ORDER (0.9).
76.70			
STUART NL	04/19/06	3.50	LABOR STRATEGY CALL (3.5).
STUART NL	04/20/06	1.20	PREPARE LETTER RESPONSE TO APPALOOSA'S DISCOVERY REQUESTS (1.2).
STUART NL	04/22/06	2.50	LABOR STRATEGY CALL (1.7); REVIEW DEMONSTRATIVES AND FINANCIALS (0.8).
STUART NL	04/24/06	0.90	LABOR STRATEGY CALL (0.9).
STUART NL	04/25/06	9.30	STRATEGY CALL WITH COUNSEL AND CLIENT ON 1113 HEARING (1.4); DRAFT LETTER TO APPALOOSA COUNSEL RE: DISCOVERY (5.2); CONDUCT RESEARCH RE: STANDING OF EQUITY HOLDERS IN 1113 HEARING (2.7).
STUART NL	04/27/06	3.50	STRATEGY TELECONFERENCE WITH CLIENT AND COUNSEL ON 1113 HEARING (1.3); BEGIN REVIEW OF DOCUMENTS RESPONSIVE TO IUE REQUEST (2.2).
STUART NL	04/28/06	6.50	REVIEW DOCUMENTS RESPONSIVE TO IUE'S DOCUMENT REQUEST (6.5).
STUART NL	04/29/06	0.80	STRATEGY TELECONFERENCE WITH CLIENT AND COUNSEL (0.8).
STUART NL	04/30/06	2.20	STRATEGY CALL ON REPLY BRIEF (0.3); REVIEW AND COMMENT ON REPLY BRIEF AND DECLARATIONS (1.9).
30.40			
TOUSSI S	04/07/06	2.70	REVIEW PLEADINGS IN RELATED UNION CASES ON RE: 1113/1114 MOTIONS TO REJECT CBAS (1.2); RESEARCH ISSUES RE: VESTING OF OPEB BENEFITS (1.5).
TOUSSI S	04/24/06	2.20	REVIEW OBJECTIONS FILED BY UNIONS, APPALOOSA AND GM RESPONSE (2.2).
TOUSSI S	04/25/06	2.20	REVIEW OBJECTIONS FILED TO DEBTORS 1113/1114 MOTION (1.5), ADDRESS ISSUES RE: OBJECTIONS (0.7).

7.10

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VANLONKHUYZEN CE	04/12/06	1.20	STRATEGY CONFERENCE RELATED TO SECTION 1113 AND 1114 MOTION (0.5); BEGIN TO REVIEW AND ANALYZE SECTION 1113 AND 1114 MOTION AND ALL SUPPORTING DOCUMENTS (0.7).
VANLONKHUYZEN CE	04/13/06	4.10	CONTINUE TO REVIEW AND ANALYZE SECTION 1113 AND 1114 MOTION AND ALL SUPPORTING DOCUMENTS (4.1).
		5.30	
WILSON LD	04/03/06	3.30	PARTICIPATE ON WEEKLY STATUS CALL AND UPDATE GROUP ON 1113 (1.0); PARTICIPATE ON CALL WITH CLIENT TO DISCUSS LABOR STRATEGY (1.0); REVIEW ATTRITION MOTION AND UCC REQUEST PER E-MAIL FROM MEISLER (1.3).
WILSON LD	04/04/06	3.40	REVIEW CLIPS REPORTS (0.4); REVIEW AND COMMENT ON DRAFT DECLARATIONS TO BE SERVED RE: ATTRITION PLAN MOTION (1.5); REVIEW LATEST PROPOSAL EXCHANGES AND BACK-UP FOR SAME (1.0); COORDINATE ON RESPONDING TO 1113 DOC REQUESTS (0.5).
WILSON LD	04/05/06	3.30	COORDINATE REQUEST FOR COPIES OF EXHS (1.0); REVIEW DATA ROOM MATERIALS RE: 1113 (1.3); PREPARE FOR MEET AND CONFER (1.0).
WILSON LD	04/06/06	10.40	PARTICIPATE IN MEETING TO DISCUSS MEET AND CONFER ISSUE (1.0); PREPARE MATERIALS RELATED TO SAME (2.0); REVIEW LATEST NEWS CLIPS (0.5); REVIEW AND REVISE AGENDA (0.5); RESEARCH ISSUE FOR MEET AND CONFER (1.0); PARTICIPATE IN MEET AND CONFER (1.5); REVIEW NOTES FROM SAME (0.5); CONFER ON DOCUMENTATION OF MEETING (0.4); BEGIN DRAFT MEMO SUMMARIZING MEETING AND AGREEMENTS REACHED AT SAME (3.0).
WILSON LD	04/07/06	8.00	GATHER MATERIALS REQUESTED FOR HEARING (0.7); REVIEW AND REVISE DRAFT SUMMARY OF MEET AND CONFER (3.2); PROOF, REVISE AND CIRCULATE (0.5); CONTACT KASTIN ON HEARING AND REVIEW OF SUMMARY (0.2) REVIEW OMM COMMENTS (0.5); REVIEW PRECEDENTS FOR MEET AND CONFER (0.5); RESEARCH LEGAL ISSUES RAISED IN MEETING AND CONFER POLISNO AND BODEN ON SAME (2.4).
WILSON LD	04/09/06	1.90	UPDATE SUMMARY WITH OMM COMMENTS AND CIRCULATE SAME (1.4); BEGIN INITIAL DRAFT OF REPORT (0.5).

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WILSON LD	04/10/06	2.90	DRAFT SECTIONS OF MEET AND CONFER REPORT (1.0); REVIEW DOCUMENT REQUEST FROM IUE-CWA (0.4); PARTICIPATE ON CALL WITH CLIENT RE: 1113 PROCEEDINGS (0.7); RESEARCH ACCESS FOR DATA SITE (0.4); REVIEW UPDATES TO BINDER (0.4).
WILSON LD	04/11/06	4.80	PREPARE AND PARTICIPATE FOR CALL RE: UNION DISCOVERY REQUESTS (1.0); RESEARCH ISSUE RE: SCOPE OF SAME (1.5); REVIEW AND UPDATE M&C REPORT (0.5); REVIEW AND COMMENT ON DRAFT RESPONSE TO DISCOVERY REQUEST (0.8); REVIEW MATERIALS FROM DATA ROOM (1.0).
WILSON LD	04/12/06	6.50	REVIEW AND COMMENT ON PUBLIC FILING RE: LABOR AND ATTRITION (4.0); REVIEW AND CIRCULATE COMMENTS TO DISCOVERY RESPONSE (0.8); REVIEW ATTRITION PACKAGE MATERIALS (1.3); CONFER ON MEET AND CONFER COMMENTS (0.4).
WILSON LD	04/13/06	2.00	REVIEW EXCHANGES ON INFORMATION REQUESTS (1.0); REVIEW FILES ADDED TO DATA ROOM (1.0).
WILSON LD	04/17/06	2.70	COORDINATE ON MEETING TO DISCUSS REPLY ISSUES (1.0); REVIEW CLIPS SERVICES FOR LABOR ISSUES (1.2); REVIEW MEET AND CONFER REPORT (0.5).
WILSON LD	04/18/06	2.80	COORDINATE SCHEDULES FOR CONFERENCE ON LABOR ISSUES (1.2); MAKE ARRANGEMENTS FOR SAME (0.3); CHECK INFO TO UPDATE EXPERT REPORTS (0.9); REVIEW FINAL SLIDES (0.4).
WILSON LD	04/19/06	6.60	PREPARE FOR AND PARTICIPATE ON CALL TO PLAN FOR 1113 REPLY (2.8); FOLLOW-UP RESEARCH ON ISSUES RAISED ON 1113 REPLY (1.9); REVIEW DRAFT SLIDES (1.0); UPDATE ACTION LIST AND MATERIALS FOR REPLY (0.9).
WILSON LD	04/20/06	4.80	REVIEW FILES AND PRESENTATIONS FOR EXHIBITS TO USE AT TRIAL (1.4); RESEARCH ISSUES FOR REPLY (2.0); COORDINATE ON REPLY BRIEF MEETINGS (0.4); REVIEW IUOE OBJECTION (1.0).
WILSON LD	04/21/06	7.80	PREPARE FOR AND PARTICIPATE ON EXHIBIT CALL (1.3); REVIEW SAMPLES AND RESEARCH PRECEDENT FOR EXHIBITS (1.5); REVIEW UNION OBJECTIONS (5.0).
WILSON LD	04/22/06	3.80	REVIEW OBJECTION MATERIALS (2.0); PARTICIPATE ON CONFERENCE CALL TO DISCUSS OBJECTIONS (1.8).
WILSON LD	04/23/06	1.50	REVIEW DRAFT EXHIBITS (0.5); REVIEW OBJECTIONS FILED BY UNIONS (1.0).

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WILSON LD	04/24/06	3.90	CONFER POLISENO ON TRANSACTION ISSUES INVOLVING UNION (0.4); REVIEW OBJECTIONS AND MATERIALS CIRCULATED BY OMM ON SAME (1.5); RESEARCH POINT OF LAW FOR REPLY BRIEF (1.0); PARTICIPATE ON STRATEGY CALL WITH CLIENT AND OMM (1.0).
WILSON LD	04/25/06	8.40	COORDINATE REVIEW AND PRODUCTION OF EXPERT RELIANCE AND RULE 26 MATERIALS (4.0); PREPARE DISCLOSURES FOR SAME (1.0); DRAFT POTENTIAL SUPPLEMENTAL DECLARATIONS FOR SAME (1.5); CONFER OMM ON UPDATE TO EXPERT MATERIALS (0.4); REVIEW DISCOVERY DISPUTE (0.5); PARTICIPATE ON STATUS CALL (1.0).
WILSON LD	04/26/06	8.30	REVIEW AND COORDINATE EXPERT MATERIALS (2.0); COORDINATE ON CONFIDENTIALITY STIPS WITH JANGER AND SHIVAKAMUR (0.5); REVIEW SAME (0.5); CONFER ON MEET AND CONFER ISSUES (0.3); REVIEW OBJECTION PAPERS AND DISCOVERY LETTERS (2.0); CONFER CALL ON ISSUE STATUS FOR 1113 (1.0); ORGANIZE AND TRACK OUTSTANDING DISCOVERY REQUESTS (2.0).
WILSON LD	04/27/06	8.30	REVIEW POTENTIAL PRECEDENT FOR MOTION TO COMPEL (1.9); RESEARCH ISSUES RE: SAME (1.0); CONFERENCE ON DISCOVERY ISSUES (0.8); DRAFT MOTION TO COMPEL MATERIALS (1.4); PARTICIPATE ON NIGHTLY CALL ON STATUS (1.0); REVIEW DRAFT REPLY MATERIALS (1.7); VERIFY EXPERT MATERIALS (0.5).
WILSON LD	04/28/06	13.70	DRAFT AND REVISE POTENTIAL MOTION TO COMPEL PAPERS (4.0); COORDINATE PRODUCTION AND REVIEW OF IUE REQUEST DOCUMENTS (1.0); PREPARE FOR MEET AND CONFER ON 1113 ISSUES (0.8); PARTICIPATE IN MEET AND CONFER WITH UNIONS ON DISCOVERY ISSUES (1.5); REVIEW EXPERT MATERIALS (3.0); REVIEW DRAFT 1113 REPLY PAPERS (1.4); REVIEW NOTES FROM MEETING (0.5); DRAFT INITIAL PORTIONS OF MEET AND CONFER REPORT (1.5).
WILSON LD	04/29/06	13.60	REVIEW EXPERT MATERIALS (2.8); COORDINATE AND CONDUCT REVIEW OF DOCUMENTS PER IUE REQUEST (4.0); REVISE AND DRAFT MEET AND CONFER REPORT (3.9); REVIEW DRAFT 1113 MATERIALS FOR FILING (2.0); PARTICIPATE ON TELECONFERENCE RE: STATUS AND DRAFTS (0.5); COORDINATE COMMENTS TO BRIEF WITH FURFARO (0.4).

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WILSON LD	04/30/06	9.60	REVIEW MATERIALS FOR IUE PRODUCTION (2.8); REVIEW LATEST DRAFT OF REPLY PAPERS (2.6); TELECONFERENCE CALL ON PAPERS (0.5); REVIEW AND COMMENT ON DECLARATIONS (2.0); TELECONFERENCE ON BRIEF CHANGES (0.9); REVIEW OBJECTION PRECEDENT (0.8).
		142.30	
ZALTZMAN H	04/24/06	7.00	RESEARCH CASE LAW AND OTHER SOURCES RE: AUTHORITY OF ACTION FOR 1113 REPLY BRIEF (3.2); CORRESPOND WITH H. SON AND R. JUNGER OF OMM RE: 1113 RESEARCH ISSUE (0.4); RESEARCH CASE DOCKETS FOR ORDERS RE: AUTHORITY FOR ACTION FOR 1113 REPLY BRIEF (2.8); DRAFT EMAIL EXPLAINING FINDING OF RESEARCH FOR 1113 REPLY BRIEF (0.6).
ZALTZMAN H	04/25/06	3.00	SPEAK WITH H. SON OF OMM RE: 1113 REPLY BRIEF (0.2); RESEARCH FURTHER CASE LAW AND DOCKET RESEARCH RE: 1113 REPLY BRIEF (2.0); CORRESPOND WITH H. SON OF OMM RE: 1113 REPLY RESEARCH (0.3); RESEARCH CASE LAW RE: "INTERESTED PARTIES" (0.5).
ZALTZMAN H	04/26/06	0.20	CORRESPOND WITH H. SON OF OMM RE: 1113 REPLY BRIEF (0.2).
ZALTZMAN H	04/27/06	2.20	RESEARCH PRECEDENT FOR 7007-1 AFFIDAVIT FOR 1113 PURPOSES (0.4); DRAFT NOTICE OF MOTION TO COMPEL DISCOVERY (0.2); DRAFT 7007-1 AFFIDAVIT FOR MOTION TO COMPEL DISCOVERY RE: 1113 (0.5); CORRESPOND WITH H. SON OF OMM RE: 1113 REPLY BRIEF (0.1); RESEARCH CASE LAW LANGUAGE RE: EVOLVING NATURE OF BANKRUPTCY PROCEEDING FOR 1113 REPLY BRIEF (1.0).
		12.40	
Total Associate		683.80	

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DEMMA J	04/04/06	0.60	PREPARE EXHIBIT MATERIALS RE: APPALOOSA MANAGEMENT FOR APRIL 7, 2006 OMNIBUS HEARING (0.6).
DEMMA J	04/05/06	0.70	ORGANIZE APPALOOSA MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (0.7).
DEMMA J	04/06/06	3.20	UPDATE DEPOSITION ABSTRACT OF KENNETH HO FOR APRIL 7, 2006 OMNIBUS HEARING (2.6); INDEX MATERIALS RE: APPALOOSA MANAGEMENT (0.6).
DEMMA J	04/07/06	1.10	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (1.1).
DEMMA J	04/28/06	1.30	PREPARE/INDEX MATERIALS RE: HOURLY ATTRITION PROGRAM FOR ATTORNEY REVIEW (1.3).
		6.90	
DONNELLY NP	04/21/06	2.80	ASSEMBLE FOR ATTORNEY REVIEW THE 4/21/2006 COURT FILINGS MADE BY COUNSEL FOR UNIONS (2.8).
DONNELLY NP	04/24/06	1.50	ASSEMBLE FOR ATTORNEY REVIEW THE DELPHI'S SECTION 1113/1114 PLEADINGS AS WELL AS THE OPPOSING BRIEF (1.5).
DONNELLY NP	04/26/06	1.90	ASSEMBLE FOR ATTORNEY REVIEW THE CHART OF DISCOVERY CORRESPONDENCE (1.9).
DONNELLY NP	04/28/06	6.60	PREPARE DISTRIBUTION OF ALL EXPERT REPORTS AND DRAFT BRIEFS (4.1); REVIEW MEET AND CONFER SUMMARY (2.5).
DONNELLY NP	04/29/06	6.80	ASSEMBLE FOR ATTORNEY REVIEW THE UAW EXPERT RELIANCE MATERIALS (2.8); ASSIST WITH DOCUMENT PRODUCTION (4.0).
		19.60	

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ROSEN R	04/05/06	0.70	REVIEW COURT DOCKET RE: OBJECTIONS TO ATTRITION PLAN MOTION (0.3); UPDATE CHART RE: SAME (0.2); COMPILE, FORWARD CREDITORS' COMMITTEE'S AMENDED OBJECTION TO TEAM ATTORNEYS (0.2).
ROSEN R	04/24/06	0.40	REVIEW CASE DOCKET RE: GM, 1113/1114 OBJECTIONS (0.4).
ROSEN R	04/27/06	0.80	REVIEW PREPARATION OF 1113/1114 EXHIBITS BINDERS WITH TEAM ATTORNEY (0.4); REVIEW DRAFT DOCUMENTS RE: SAME (0.4).
		1.90	
SALAZAR AG	04/03/06	4.20	DISTRIBUTE 1113 AND 1114 PLEADINGS INTERNALLY AND EXTERNALLY (1.6); PREPARE COURTESY COPIES OF PLEADINGS AND COORDINATE DELIVERY TO COURT (1.5); REVIEW, MEET, AND CONFER RE: REQUIREMENTS FOR 1113/1114 AND DRAFT EMAIL INVITATION TO ALL PARTIES (1.1).
SALAZAR AG	04/04/06	1.40	PREPARE LIST OF ATTENDEES FOR MEET AND CONFER (1.0); DISTRIBUTE TRANSCRIPTS OF HEARINGS TO CLIENTS (0.4).
SALAZAR AG	04/05/06	5.50	RESEARCH FOR DRAFTING OF OBJECTION (5.5).
SALAZAR AG	04/06/06	0.50	SET-UP MEET AND CONFER MEETING WITH EXTERNAL CLIENTS (0.5).
SALAZAR AG	04/12/06	3.40	REVIEW 1113/1114 EXHIBITS FILED (0.5); PREPARE AND ELECTRONICALLY FILE EXHIBITS TO 1113/1114 DECLARATION (2.9).
SALAZAR AG	04/19/06	0.50	DISTRIBUTE 1113/1114 PLEADING SETS (0.5).
SALAZAR AG	04/20/06	1.00	PARTICIPATE IN CONFERENCE CALL RE: STRATEGY FOR SERVICE OF 1113/1114 RESPONSES (0.6); COORDINATE SERVICE PARTICULARS WITH KCC (0.4).
SALAZAR AG	04/21/06	1.70	DISTRIBUTE RESPONSES TO 1113/1114 MOTION TO GROUP (1.5); ANSWER QUESTIONS RE: RESPONSES TO 1113/1114 (0.2).
SALAZAR AG	04/25/06	3.40	TELECONFERENCE FROM OMM RE: 1113/1114 FILING (0.1); DISCUSS EXPERT REPORTS AND PREPARE LOGISTICS FOR FILING AND SERVICE (0.5); TELECONFERENCE WITH KCC AND T. MATZ RE: SERVICE OF 1113/1114 REPLY (0.3); PLAN LOGISTICS FOR SERVICE OF 1113/1114 AND DRAFT CHART (2.5).

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SALAZAR AG	04/26/06	7.40	PREPARE AND DRAFT MEMO RE: SERVICE STRATEGY FOR 1113/1114 AND DISTRIBUTE (6.8); DISCUSS CONCLUSIONS ON SERVICE WITH TEAM AND KCC (0.6).
SALAZAR AG	04/27/06	5.60	SEARCH DOCKETS FOR PRECEDENT MOTIONS RE: 1113 (2.2); UPDATE DETAILS OF 1113 SERVICE STRATEGY (3.4).
SALAZAR AG	04/28/06	0.60	CONTINUE TO FINALIZE STRATEGY FOR FILING AND SERVICE OF 1113/1114 (0.6).
SALAZAR AG	04/30/06	17.30	DISTRIBUTE COMMENTS (1.5); MAKE EDITS (2.0); CREATE LIST OF SERVICE PARTIES (4.0); REVISE MEMO AS NEW DETAILS RE: FILING SURFACE (3.0); COLLECT EMAIL ADDRESSES FOR ELECTRONIC SERVICE (2.0); PULL CASES AND LEXIS RESEARCH (3.0); COMPILE RELEVANT DOCUMENTS FOR FILING (1.8).

52.50

YOELI ME	04/06/06	0.50	ASSEMBLE FOR ATTORNEY REVIEW THE HANDWRITTEN NOTES AND TYPED VERSION (0.4); ASSEMBLE FOR ATTORNEY REVIEW THE CHART OF IMPORTANT FIGURES (0.1).
YOELI ME	04/07/06	0.80	ASSEMBLE FOR ATTORNEY REVIEW THE ELECTRONIC COPIES OF COLLECTIVE BARGAINING AGREEMENT WITH EXHIBITS (0.4); REVIEW MEMORANDUM RE: MEET AND CONFER 4/6/06 (0.4).
YOELI ME	04/11/06	0.50	ASSEMBLE FOR ATTORNEY REVIEW THE FILED 1113/1114 PLEADINGS (0.5).
YOELI ME	04/20/06	1.20	ASSEMBLE FOR ATTORNEY REVIEW THE COLLECTIVE BARGAINING AGREEMENTS (0.4); ASSEMBLE FOR ATTORNEY REVIEW THE DOCUMENTS PRINTED FROM ONLINE DATAROOM (0.6); PREPARE DISTRIBUTION OF OBJECTIONS (0.2).
YOELI ME	04/21/06	6.40	PREPARE DISTRIBUTION OF UNION AND NON-UNION OBJECTIONS TO 1113/1114 MOTION (6.4).
YOELI ME	04/24/06	3.90	ASSEMBLE FOR ATTORNEY REVIEW THE COLLECTIVE BARGAINING AGREEMENTS (0.4); PREPARE DISTRIBUTION OF SECTION 1113/1114 PLEADINGS AND OBJECTIONS (1.5); PREPARE DISTRIBUTION OF ELECTRONIC COPIES OF 4/21/06 RESPONSES AND OBJECTIONS (2.0).
YOELI ME	04/25/06	0.90	PREPARE DISTRIBUTION OF OBJECTIONS AND RESPONSES TO SECTION 1113/1114 MOTION (0.4); ASSEMBLE FOR ATTORNEY REVIEW THE 3/31/06 SECTION 1113/1114 MATERIALS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

YOELI ME	04/26/06	3.50	ASSIST WITH DRAFT OF CHARTS OF DISCOVERY REQUESTS FILED BY UNION AND NON UNION OBJECTORS, AND DELPHI (3.0); OBTAIN INFORMATION RE: CONTACT INFORMATION FOR OBJECTING PARTIES TO 1113/1114 MOTION (0.5).
YOELI ME	04/30/06	6.30	ASSIST WITH DOCUMENT PRODUCTION (6.3).
		24.00	
ZSOLDOS AF	04/03/06	0.80	SEND ELECTRONIC COPIES OF ALL 1113/1114 PLEADINGS, EXHIBITS, ETC. TO D. AMBEKAR AT O'MELVENY & MYERS (0.8).
ZSOLDOS AF	04/05/06	5.30	COORDINATE DOCUMENT PRODUCTION: (1.8); COORDINATE AND COMMUNICATE WITH OUTSIDE VENDOR (1.0); REVIEW BATES-LABELED DOCUMENTS FOR CONSISTENCY (1.6); CORRESPONDENCE WITH ATTORNEYS THROUGHOUT RE: ABOVE (0.9).
ZSOLDOS AF	04/06/06	9.60	PREPARE, UPDATE, AND COORDINATE COPIES AND DISTRIBUTION OF HOURLY ATTRITION PLAN EXHIBIT BINDER IN PREPARATION FOR HEARING (4.9); PREPARE DEPOSITION DESIGNATIONS OF APPALOOSA AND CREDITORS COMMITTEE FOR D. SPRINGER REVIEW (3.4); OTHER MISCELLANEOUS HEARING PREPARATION, INCLUDING RESERVING CARS, VANS, AND OTHER LOGISTICAL TASKS (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	04/12/06	0.50	PREPARE DOCUMENTS FOR DELIVERY TO D. AMBEKAR AT O'MELVENY & MYERS AND RETURN ORIGINAL SIGNATURE PAGES FOR FILES (0.5).
ZSOLDOS AF	04/27/06	3.10	PRECEDENT RESEARCH RE: LOCAL RULE 7007-1 AFFIDAVIT IN MAJOR SDNY CASES (1.3); PRECEDENT RESEARCH RE: MOTION TO EXCLUDE PARTICIPATION IN 1113/1114 HEARINGS (1.8).
ZSOLDOS AF	04/28/06	0.60	COORDINATE PRODUCTION AND DELIVERY OF DRAFT REPLY BRIEF (0.6).
ZSOLDOS AF	04/30/06	7.70	ASSIST WITH PREPARATION FOR FILING OF REPLY BRIEF TO OBJECTIONS TO 1113/1114 MOTION, INCLUDING PREPARING EXHIBITS, CHECKING KEY CITES IN BRIEF, AND OTHER MISCELLANEOUS TASKS (7.7).
		27.60	
Total Legal Assistant		132.50	
TOTAL TIME		<u>1,273.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/04/06	Micheli MJ	1,355.61
Air/Rail Travel - vendor feed	04/04/06	Springer DE	485.91
Air/Rail Travel - vendor feed	04/04/06	Micheli MJ	-928.67
Air/Rail Travel - vendor feed	04/05/06	Meisler RE	737.08
Air/Rail Travel - vendor feed	04/05/06	Herriott AV	737.08
Air/Rail Travel - vendor feed	04/07/06	Meisler RE	221.37
Air/Rail Travel - vendor feed	04/07/06	Herriott AV	394.65
Air/Rail Travel - vendor feed	04/07/06	Meisler RE	394.65
Air/Rail Travel - vendor feed	04/07/06	Meisler RE	364.31
Air/Rail Travel - vendor feed	04/07/06	Meisler RE	-319.31
Air/Rail Travel - vendor feed	04/07/06	Springer DE	534.58
Air/Rail Travel - vendor feed	04/07/06	Springer DE	617.07
Air/Rail Travel - vendor feed	04/19/06	Furfaro JP	1,114.13
Air/Rail Travel - vendor feed	04/19/06	Furfaro JP	-1,069.13
Air/Rail Travel - vendor feed	04/26/06	Furfaro JP	-645.25
Air/Rail Travel - vendor feed	04/26/06	Furfaro JP	1,097.58
Air/Rail Travel - vendor feed	04/26/06	Furfaro JP	634.34
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$5,726.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/04/06	Copy Center, D	240.99
In-house Reproduction	04/04/06	Copy Center, D	85.80
In-house Reproduction	04/07/06	Copy Center, D	32.00
In-house Reproduction	04/11/06	Copy Center, D	24.40
In-house Reproduction	04/11/06	Copy Center, D	1,987.54
In-house Reproduction	04/11/06	Copy Center, D	343.89
In-house Reproduction	04/14/06	Copy Center, D	158.90
In-house Reproduction	04/14/06	Copy Center, D	477.09
In-house Reproduction	04/14/06	Copy Center, D	3.77
In-house Reproduction	04/18/06	Copy Center, D	82.80
In-house Reproduction	04/21/06	Copy Center, D	17.20
In-house Reproduction	04/21/06	Copy Center, D	1,069.97
In-house Reproduction	04/25/06	Copy Center, D	698.08
In-house Reproduction	04/25/06	Copy Center, D	54.00
In-house Reproduction	04/25/06	Copy Center, D	153.00
In-house Reproduction	04/28/06	Copy Center, D	1,024.47
In-house Reproduction	04/28/06	Copy Center, D	74.10
In-house Reproduction	04/28/06	Copy Center, D	63.00
		TOTAL IN-HOUSE REPRODUCTION	\$6,591.00
Telephone Expense	04/28/06	Telecommunications, D	18.37
Telephone Expense	04/28/06	Telecommunications, D	23.27
Telephone Expense	04/28/06	Telecommunications, D	0.54
Telephone Expense	04/28/06	Telecommunications, D	5.21
Telephone Expense	04/28/06	Telecommunications, D	6.47
Telephone Expense	04/28/06	Telecommunications, D	0.14
		TOTAL TELEPHONE EXPENSE	\$54.00
Non-standard/Outside Reproduction	04/11/06	Village Copier	592.60
Non-standard/Outside Reproduction	04/18/06	Landmark Document Services	452.40
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$1,045.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	04/06/06	Fern BM	270.98
Lexis/Nexis	04/11/06	Yoeli ME	88.69
Lexis/Nexis	04/24/06	Fern BM	42.78
Lexis/Nexis	04/26/06	Fern BM	10.55
		TOTAL LEXIS/NEXIS	\$413.00
Westlaw	04/05/06	Reese RG	158.11
Westlaw	04/05/06	Diaz LB	183.09
Westlaw	04/06/06	Herriott AV	79.54
Westlaw	04/06/06	Fern BM	34.10
Westlaw	04/07/06	Boden JR	338.27
Westlaw	04/07/06	Poliseno SU	684.50
Westlaw	04/12/06	Diaz LB	326.54
Westlaw	04/13/06	Diaz LB	67.65
Westlaw	04/21/06	Diaz LB	34.26
Westlaw	04/24/06	Fern BM	161.90
Westlaw	04/24/06	Diaz LB	39.77
Westlaw	04/25/06	Stuart NL	177.03
Westlaw	04/26/06	Meisler RE	17.47
Westlaw	04/26/06	Fern BM	9.59
Westlaw	04/27/06	Zsoldos AF	324.18
		TOTAL WESTLAW	\$2,636.00
Reproduction - color	04/11/06	Copy Center, D	270.00
Reproduction - color	04/20/06	Copy Center, D	3.00
Reproduction - color	04/20/06	Copy Center, D	3.00
Reproduction - color	04/21/06	Copy Center, D	3.00
Reproduction - color	04/25/06	Copy Center, D	3.00
		TOTAL REPRODUCTION - COLOR	\$282.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	04/19/06	InterCall, Inc.	2,055.35
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	37.03
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	0.50
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	5.12
		TOTAL VENDOR HOSTED TELECONFERENCING	\$2,098.00
Air/Rail Travel (external)	04/06/06	Butler, Jr. J	123.08
Air/Rail Travel (external)	04/28/06	Butler, Jr. J	555.92
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$679.00
Out-of-Town Travel	04/05/06	Herriott AV	40.00
Out-of-Town Travel	04/06/06	Butler, Jr. J	44.00
Out-of-Town Travel	04/06/06	Butler, Jr. J	9.00
Out-of-Town Travel	04/06/06	Butler, Jr. J	9.50
Out-of-Town Travel	04/06/06	Butler, Jr. J	177.22
Out-of-Town Travel	04/07/06	Reese RG	78.00
Out-of-Town Travel	04/07/06	Springer DE	1,317.32
Out-of-Town Travel	04/07/06	Herriott AV	911.70
Out-of-Town Travel	04/07/06	Herriott AV	33.00
Out-of-Town Travel	04/07/06	Reese RG	798.35
Out-of-Town Travel	04/26/06	Meisler RE	14.83
Out-of-Town Travel	04/26/06	Meisler RE	131.47
Out-of-Town Travel	04/26/06	Meisler RE	152.21
Out-of-Town Travel	04/27/06	Furfaro JP	72.26
Out-of-Town Travel	04/27/06	Furfaro JP	60.00
Out-of-Town Travel	04/27/06	Furfaro JP	199.14
Out-of-Town Travel	04/27/06	Furfaro JP	5.00
		TOTAL OUT-OF-TOWN TRAVEL	\$4,053.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	137.48
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	109.82
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	15.18
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	15.18
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	15.18
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	15.18
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	15.18
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	04/07/06	Dist Serv/Mail/Page, D	20.79
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	15.64
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	15.64
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	15.64
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	15.70
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.78
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.78
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.78
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.80
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.78
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.78
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.78
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	27.68
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	27.68
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	15.18

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/22/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	43.98
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	32.01
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	24.78
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	24.78
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	8.29
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	71.46
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	52.60
Messengers/ Courier	04/30/06	Dist Serv/Mail/Page, D	21.57
		TOTAL MESSENGERS/ COURIER	\$1,036.00
Out-of-Town Meals	04/04/06	Springer DE	26.54
Out-of-Town Meals	04/05/06	Herriott AV	7.58
Out-of-Town Meals	04/05/06	Herriott AV	14.70
Out-of-Town Meals	04/05/06	Herriott AV	13.91
Out-of-Town Meals	04/05/06	Reese RG	9.20
Out-of-Town Meals	04/05/06	Springer DE	14.62
Out-of-Town Meals	04/06/06	Butler, Jr. J	12.99
Out-of-Town Meals	04/06/06	Meisler RE	19.12
Out-of-Town Meals	04/06/06	Herriott AV	8.49
Out-of-Town Meals	04/06/06	Herriott AV	3.08
Out-of-Town Meals	04/06/06	Reese RG	7.53
Out-of-Town Meals	04/06/06	Reese RG	66.14
Out-of-Town Meals	04/06/06	Springer DE	23.28
Out-of-Town Meals	04/07/06	Herriott AV	7.03
Out-of-Town Meals	04/07/06	Herriott AV	17.12
Out-of-Town Meals	04/07/06	Reese RG	30.34
Out-of-Town Meals	04/26/06	Furfaro JP	46.64
Out-of-Town Meals	04/26/06	Meisler RE	2.32
Out-of-Town Meals	04/27/06	Furfaro JP	86.13
Out-of-Town Meals	04/27/06	Furfaro JP	60.24
		TOTAL OUT-OF-TOWN MEALS	\$477.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Court Reporting	04/11/06	Esquire Deposition Services LLC	2,195.48
Court Reporting	04/11/06	Esquire Deposition Services LLC	552.52
		TOTAL COURT REPORTING	\$2,748.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	213.57
Outside Research/Internet Services	04/06/06	Pacer Service Center	38.55
Outside Research/Internet Services	04/06/06	Pacer Service Center	2.48
Outside Research/Internet Services	04/06/06	Pacer Service Center	2.40
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$257.00
Contracted Catering-NY	04/19/06	Furfaro JP	237.00
		TOTAL CONTRACTED CATERING-NY	\$237.00
Wireless - Mobile/Cellular/Pager	04/23/06	Marafioti KA	13.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$13.00
		TOTAL MATTER	\$28,345.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BERKE JS	05/01/06	12.80	WORK ON CROSS PREP AND OTHER MATTERS (9.8); EVENING CONFERENCE CALL (1.5).
BERKE JS	05/02/06	10.40	WORK ON CROSS PREP (6.6); TRIAL PREPARATION AND EXHIBITS MEETING (3.8).
BERKE JS	05/03/06	9.60	DRAFTING CROSS, TELECONFERENCE ON CROSS PREPARE, AFTERNOON AND EVENING WORK ON CROSS PREPARE (9.6).
BERKE JS	05/04/06	11.60	MEETINGS WITH WITNESSES AND ATTORNEYS PREPARING FOR CROSS-EXAMINATION (7.7); EVENING CONFERENCE CALL (1.0); EARLY MORNING REVIEW OF DOCUMENTS AND EXHIBITS, OUTLINING CROSS (2.9).
BERKE JS	05/05/06	10.20	EARLY MORNING REVIEW OF DOCUMENTS, DEPOSITIONS OUTLINING POTENTIAL AREAS OF CROSS (2.4); MEETINGS WITH WITNESSES AND ATTORNEYS PREPARING FOR TRIAL (7.8).
BERKE JS	05/07/06	5.70	TRIAL PREP MEETINGS WITH WITNESSES (5.7).
BERKE JS	05/08/06	11.60	PREPARATION FOR TRIAL INCLUDING MEETINGS WITH TRIAL TEAM (4.0); MEETINGS WITH WITNESSES (7.6).
BERKE JS	05/09/06	10.80	EARLY MORNING MEETINGS TO PREP FOR HEARING (1.8); ATTENDANCE AT HEARING (9.0).
BERKE JS	05/10/06	11.00	EARLY MORNING MEETINGS TO PREP FOR HEARING (2.0); ATTENDANCE AT HEARING (9.0).
BERKE JS	05/11/06	9.90	REVIEW DECLARATIONS AND DOCUMENTS AND COURT EXHIBITS IN PREPARING FOR WITNESS PREP MEETINGS THIS AFTERNOON (2.9); AFTERNOON MEETING WITH WITNESSES PREPARING FOR CROSS EXAMINATION (2.8); AFTERNOON MEETING WITH TRIAL TEAM PLANNING FOR TOMORROW'S SESSION (1.9); EVENING WORKING DINNER PREPARING WITNESSES FOR CROSS EXAMINATION (2.3).
BERKE JS	05/12/06	7.70	EARLY MORNING MEETINGS PREPPING FOR HEARING (1.5); ATTENDANCE AT HEARING (6.2).
BERKE JS	05/16/06	2.00	WORK ON TRIAL PREPARATION IN ISSUES, REVIEW EXHIBITS FOR NEXT WEEK'S SESSION (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERKE JS	05/20/06	1.40	TELECONFERENCE RE: WITNESS PREP WITH FURFARO, MARAFIOTI, GOLDSTEIN, SIEGAL AND KOHN (1.0); PREPARED FOR CONFERENCE CALL (0.4).
BERKE JS	05/22/06	7.40	EARLY MORNING PREP FOR MEETING (2.9); CONTINUE PREPARATION FOR TOMORROW'S WITNESS PREP (1.9); MEETING WITH OMM TO DISCUSS COLLECTIVE BARGAINING PREP AND POSITIONS ON DIFFERENT ISSUES RELATING TO MEETING 1113 BURDEN (1.8); POST MEETING ANALYSIS RE: BEST METHOD FOR TOMORROW'S PREP OF WITNESSES (0.8).
BERKE JS	05/23/06	10.30	EARLY MORNING PREPARATION FOR MEETINGS WITH TEAM ON STRATEGY AND PREPARATION FOR MEETINGS WITH COLLECTIVE BARGAINING WITNESSES AND EXPERTS (2.2); MEETING WITH ATTORNEY TEAM TO DISCUSS STRATEGY (2.7); MEETING WITH ONE COLLECTIVE BARGAINING WITNESS (2.4); MEETING WITH FINANCIAL WITNESS TO PREPARE FOR CROSS (3.0).
BERKE JS	05/24/06	8.70	MORNING PREPARATION OF MATERIALS FOR TRIAL (0.9); ATTENDANCE AT MORNING SESSION OF TRIAL (3.3); WORKING LUNCH WITH TRIAL TEAM REVIEWING MATTERS FOR PM SESSION (1.0); AFTERNOON ATTENDANCE AT TRIAL (3.5).
BERKE JS	05/25/06	11.00	EARLY MORNING PREPARATION FOR MEETING WITH DELPHI COLLECTIVE BARGAINING WITNESSES (2.2); REVIEW FACTUAL ISSUES AND STRATEGY WITH TEAM ATTORNEYS (3.4); MEETINGS WITH FTI AND ROTHSCHILD (2.2); MEETINGS WITH COLLECTIVE BARGAINING WITNESSES (3.2).
BERKE JS	05/26/06	8.60	EARLY MORNING PREPARING MATERIALS AND CONSIDERING MATTERS TO BE ADDRESSED AT TRIAL (1.2); APPEARANCE AT HEARING IN COURT (7.4); ; .
BERKE JS	05/31/06	3.20	REVIEWING OBJECTIONS TO EXHIBITS (1.2); CONSIDERING ISSUES TO BE ADDRESSED AT FRI. AND MON. TRIAL SESSIONS AND THROUGH SUBSEQUENT CROSS OF UNION WITNESSES (0.9); EMAIL MEMO RE: SAME (0.4); EMAILS ARRANGING TRIAL PREP MEETINGS FOR THURS (0.2); OFFICE CONFERENCE WITH J. FURFARO DISCUSSING TRIAL PREP ISSUES AND EXHIBITS (0.5).

163.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/01/06	8.40	CONTINUE TO REVIEW AND REVISE APRIL 6 AND 28 MEET AND CONFER DRAFT REPORT (1.8); CONTINUE TO REVIEW PROPOSED DEMONSTRATIVE EXHIBITS (0.9); PREPARE FOR (0.4) AND PARTICIPATE IN WORKING GROUP SESSION (1.1) RE: FURTHER REVISIONS TO 1113/1114 REPLY MEMORANDUM; PREPARE FOR (0.3) AND PARTICIPATE IN (0.4) CHAMBERS CONFERENCE RE: APPALOOSA DISCOVERY ON 1113/1114 REPLY MEMORANDUM (1.8); REVIEW AND COMMENT ON SUPPLEMENTAL DECLARATIONS (0.8); PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) DAILY LABOR UPDATE TELECONFERENCE.
BUTLER, JR. J	05/02/06	4.40	PREPARE FOR (0.6) AND PARTICIPATE IN WORKING GROUP SESSION (3.8) RE: TRIAL PREPARATION AND DEVELOPMENT OF TRIAL EXHIBITS.
BUTLER, JR. J	05/03/06	2.40	PREPARE FOR (0.2) AND PARTICIPATE IN (0.7); WORKING GROUP WITNESS PREPARATION AND TRIAL PREPARATION INCLUDING REVIEW OF DESIGNATED EXHIBITS; CONTINUE TO WORK ON GENERAL TRIAL PREPARATION (0.9); REVIEW AND REVISE MEET AND CONFER REPORTS (0.6).
BUTLER, JR. J	05/04/06	6.30	PREPARE FOR (0.7) AND ATTEND (2.6) MEET AND CONFER MEETING IN NEW YORK CITY WITH 1113/1114 OBJECTORS; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) WORKING GROUP TELECONFERENCE WITNESS PREPARATION AND TRIAL PREPARATION; CONTINUE TO WORK ON GENERAL TRIAL PREPARATION (0.8); BEGIN TO OUTLINE OPENING STATEMENT (0.4); TELECONFERENCE WITH WORKING GROUP RE: STATUS OF LABOR WITNESS PREPARATION (0.6); EMAILS FROM/TO B. DELLINGER STRUCTURING OF GM PAYMENTS UNDER SPECIAL ATTRITION PROGRAM (0.4); BRIEFLY REVIEW AND COMMENT ON RESPONSE TO APPALOOSA ON SPECIAL ATTRITION PROGRAM ORDER (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/05/06	4.00	REVIEW APPALOOSA LETTER RE: SPECIAL ATTRITION PROGRAM ORDER (0.3); FOLLOW-UP ON VARIOUS MATTERS RE: MAY 4TH MEET AND CONFER MEETING IN NEW YORK CITY WITH 1113/1114 OBJECTORS (0.6); CONTINUE TO WORK ON GENERAL TRIAL PREPARATION INCLUDING REVIEW OF OPPOSITION WITNESS DESIGNATION AND TESTIMONY OUTLINES (0.6); CONTINUE TO OUTLINE OPENING STATEMENT (0.7); TELECONFERENCE WITH WORKING GROUP RE: STATUS OF FINANCIAL WITNESS PREPARATION AND NEXT STEPS (0.9); CONFERENCE WITH WORKING GROUP RE: PROPOSED RESPONSE TO UAW MOTION TO EXCLUDE (0.4); REVIEW OTHER OBJECTIONS TO UAW MOTION (0.2); EMAILS TO/FROM AND TELECONFERENCES WITH S. MILLER RE: 1113/1114 TRIAL SCHEDULE AND RELATED MATTERS (0.3).
BUTLER, JR. J	05/06/06	2.20	CONTINUE TO WORK ON GENERAL 1113/1114 TRIAL PREPARATION INCLUDING REVIEW OF OPPOSITION PAPERS AND DEPOSITION TRANSCRIPTS (1.3); CONTINUE TO OUTLINE OPENING STATEMENT INCLUDING REVIEW OF WORKING GROUP FEEDBACK (0.9).
BUTLER, JR. J	05/07/06	4.70	CONTINUE TO PREPARE FOR SECTION 1113/1114 CONTESTED HEARING INCLUDING REVIEW OF OBJECTORS' FILINGS PURSUANT TO MEET AND CONFER AGREEMENT (2.3); EMAILS TO/FROM WORKING GROUP AND WORK ON ORDER OF DIRECT WITNESSES, WITNESS PREPARATION FOR CROSS EXAMINATION AND REDIRECT EXAMINATION (1.3); CONTINUE TO OUTLINE OPENING STATEMENT INCLUDING REVIEW OF WORKING GROUP FEEDBACK ON TOPIC AREAS (1.1).
BUTLER, JR. J	05/08/06	17.30	PREPARE FOR (0.3) AND ATTEND (2.1) WORKING GROUP MEETING RE: PRINCIPAL CONTESTED ISSUES AND OPENING STATEMENT PREPARATION FOR SECTION 1113/1114 CONTESTED HEARING (2.1); WORK ON WITNESS PREPARATION AND GENERAL TRIAL PREPARATION (5.4); DRAFT AND FINALIZE OPENING STATEMENT (5.3); PREPARE REDIRECT EXAMINATION FOR DELPHI WITNESSES (2.1).
BUTLER, JR. J	05/09/06	15.10	PREPARE FOR (3.4) AND PARTICIPATE IN (INCLUDING RECESSES) (9.0) SECTION 1113/1114 CONTESTED HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; PREPARE FOR MAY 10TH CONTINUATION OF SECTION 1113/1114 CONTESTED HEARING (2.4); REVIEW ENTERED SPECIAL ATTRITION PROGRAM ORDER (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/10/06	12.80	PREPARE FOR (1.7) AND PARTICIPATE IN (INCLUDING RECESSES) (9.0) SECTION 1113/1114 CONTESTED HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; POST-TRIAL WORKING GROUP BRIEFING (0.8); BEGIN TO PREPARE FOR MAY 12TH CONTINUATION OF SECTION 1113/1114 CONTESTED HEARING (1.3).
BUTLER, JR. J	05/11/06	4.40	CONTINUE TO PREPARE FOR MAY 12TH CONTINUATION OF SECTION 1113/1114 CONTESTED HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING WITNESS PREPARATION AND CLIENT MEETINGS (3.2); REVIEW FIRST TWO DAY ISSUES/TRIAL FEEDBACK FROM WORKING GROUP AND CLIENT (0.8); REVIEW EXHIBIT OBJECTION SUMMARY CHARTS (0.4).
BUTLER, JR. J	05/12/06	8.60	PREPARE FOR (2.3) AND PARTICIPATE IN (INCLUDING RECESSES) (6.0) SECTION 1113/1114 CONTESTED HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; EMAILS FROM/TO T. JERMAN AND B. SAX RE: DISCOVERY MATTERS INCLUDING IAM/IBEW DEPOSITION SCHEDULE (0.3).
BUTLER, JR. J	05/13/06	0.20	REVIEW BLACKLINED AMENDED SPECIAL ATTRITION PROGRAM ORDER (0.2).
BUTLER, JR. J	05/15/06	1.20	REVIEW AND EVALUATE REVISED SITE PLAN MATERIALS FOR MAY 16TH TRIPARTE MEETING WITH UAW (0.4); PREPARE FOR (0.2) AND PARTICIPATE IN (0.6) SENIOR MANAGEMENT MEETINGS AT COMPANY IN TROY RE: SAME.
BUTLER, JR. J	05/16/06	0.20	EMAILS FROM/TO M. ROBBINS RE: DISCOVERY MATTERS (0.2).
BUTLER, JR. J	05/17/06	2.60	EMAILS FROM/TO B. SAX RE: LABOR UPDATES AND RELATED MATTERS (0.3); REVIEW WITNESS PREPARATION MATTERS FOR CONTINUED SECTION 1113/1114 HEARING (0.4); EMAILS FROM WORKING GROUP AND EVALUATE SPLINTER BARGAINING STRATEGY AND NEXT STEPS (0.4); BEGIN TO REVIEW TRANSCRIPTS OF MAY 9TH, 10TH AND 12TH SECTION 1113/1114 HEARINGS (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/18/06	3.80	PREPARE FOR (0.3) AND PARTICIPATE IN (1.1) LABOR UPDATE TELECONFERENCE WITH K. BUTLER, B. SAX; PREPARE FOR (0.4) AND PARTICIPATE IN (0.7) WORKING GROUP PREPARATION TELECONFERENCE TO BEGIN PREPARATION FOR MAY 24TH RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING; REVIEW DISCOVERY PREP MATERIALS AND EXHIBIT OBJECTIONS (0.8); REVIEW IUE SPECIAL ATTRITION PROGRAM MATERIALS (0.3); REVIEW WILMINGTON TRUST APPEAL FROM SPECIAL ATTRITION PROGRAM ORDER (0.2).
BUTLER, JR. J	05/19/06	0.60	CONTINUE TO PREPARE FOR MAY 24TH RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING INCLUDING REVISED EXHIBIT OBJECTIONS (0.6).
BUTLER, JR. J	05/21/06	1.70	CONTINUE TO PREPARE FOR RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING ON MAY 24TH BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DECLARATIONS AND OTHER PLEADINGS FILED SINCE MAY 12TH (1.3); EMAILS FROM/TO B. DELLINGER STRUCTURING OF GM PAYMENTS UNDER SPECIAL ATTRITION PROGRAM (0.4).
BUTLER, JR. J	05/22/06	3.40	CONTINUE TO PREPARE FOR RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING ON MAY 24TH BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (0.8); REVIEW AND EVALUATE DRAFT GM LETTER RE: DEFERRAL OF SECTION 1113/1114 MOTION FOR 60 DAYS INCLUDING STRATEGY DISCUSSIONS WITH S. MILLER AND SENIOR MANAGEMENT TEAM IN TROY (1.4); PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) DELPHI CLIENT WORKING GROUP RE: SAME; REVIEW THREE COMPETING ORDERS RE: COURT'S RULING ON UAW PRECLUSION MOTION (0.3); EVALUATE POSSIBLE CLAIMS WAIVER RE: SETTLEMENT DISCUSSIONS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/23/06	7.40	REVIEW AND EVALUATE LETTER TO CHAMBERS FROM WEIL RE: GM REQUEST FOR 60 DAY ADJOURNMENT OF SECTION 1113/1114 CONTESTED HEARING (0.3); DRAFT AND FINALIZE DEBTORS' RESPONSE TO GM CHAMBERS LETTER INCLUDING CLIENT WORKING GROUP CONFERENCES RE: SAME (1.9); REVIEW CREDITORS COMMITTEE SUBMISSION RE: SAME (0.2); REVIEW EQUITY COMMITTEE SUBMISSION RE: SAME (0.1); CONTINUE TO PREPARE FOR RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING ON MAY 24TH BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (2.6); WORK ON WITNESS PREPARATION (1.1); PREPARE FOR (0.3) AND ATTEND (0.9) WORKING GROUP PREPARATION MEETING IN NEW YORK WITH CLIENT AND FINANCIAL AND LEGAL ADVISORS.
BUTLER, JR. J	05/24/06	10.10	PREPARE FOR (1.7) AND ATTEND (7.7) (INCLUDING RECESSES) SECTION 1113/1114 CONTESTED HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; ATTEND POST-HEARING DAY WORKING GROUP MEETING AT BANKRUPTCY COURT RE: RECAP AND TRIAL PREPARATION FOR MAY 26TH (0.7).
BUTLER, JR. J	05/25/06	3.70	CONTINUE TO PREPARE FOR SECTION 1113/1114 CONTESTED HEARING ON MAY 26TH BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (2.1); WORK ON WITNESS PREPARATION (0.4); REVIEW MAY 24TH CONTESTED HEARING TRIAL TRANSCRIPT (0.6); REVIEW NEW SUPPLEMENTAL EXHIBITS AND DECLARATIONS (0.6).
BUTLER, JR. J	05/26/06	9.60	PREPARE FOR (1.4) AND ATTEND (7.8) (INCLUDING RECESSES) SECTION 1113/1114 CONTESTED HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; PARTICIPATE IN POST-HEARING WORKING GROUP MEETING RE: RECAP AND PREPARATION FOR JUNE 2ND CONTINUATION OF HEARING (0.4).
BUTLER, JR. J	05/30/06	1.90	CONTINUE TO PREPARE FOR RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING ON JUNE 2ND BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF MAY 26TH HEARING TRANSCRIPT AND WORK ON OUTLINE FOR REDIRECT OF REMAINING WITNESSES (0.6); CONTINUE TO EVALUATE SETTLEMENT DISCUSSIONS AND NEXT STEPS (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J 05/31/06 2.10 CONTINUE TO PREPARE FOR RESUMPTION OF SECTION 1113/1114 CONTESTED HEARING ON JUNE 2ND BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (0.6); CONTINUE TO EVALUATE SETTLEMENT DISCUSSIONS AND NEXT STEPS INCLUDING WORKING GROUP MEETING AT COMPANY RE: SAME (1.3); EMAIL FROM/TO B. SAX RE: VARIOUS LABOR ISSUES AND NEXT STEPS (0.2).

139.10

FURFARO JP 05/01/06 10.70 REVIEW OF COMMENTS TO REPLY BRIEF/CONFERENCE RE: SAME (1.4); REVIEW/REVISE DRAFT OF REPLY MEMORANDUM (2.8); REVIEW/REVISE DRAFTS OF SUPPLEMENTAL DECLARATIONS (2.7); PREPARE/COORDINATE MATERIALS FOR SERVICE/FILING (1.6); REVIEW OF MATERIALS FOR TRIAL EXHIBITS (1.2); STATUS CONFERENCE WITH T. JERMAN, B. SAX AND WORKING GROUP (0.7); CONFERENCE WITH J. BERKE RE: TRIAL PREPARATION (0.3).

FURFARO JP 05/02/06 8.10 REVIEW/REVISE SUPPLEMENTAL EXPERT REPORTS FOR SERVICE (2.8); REVIEW OF DRAFT TRIAL EXHIBITS (1.2); MEETING WITH T. JERMAN, B. SAX AND WORKING GROUP TO PREPARE TRIAL STRATEGY/MATERIALS (3.8); REVIEW ISSUES FOR MEET AND CONFER (0.3).

FURFARO JP 05/03/06 9.80 PREPARATION/REVIEW OF DEMONSTRATIVE EXHIBITS FOR TRIAL (2.7); REVIEW OF TRIAL EXHIBITS/DESIGNATIONS BY RESPECTIVE PARTIES (3.0); REVIEW OF REVISED MEET AND CONFER (0.4); PREPARE FOR MEET AND CONFER FOR 5/4 (0.7); PREPARE FOR WITNESS REVIEW/PREPARATION ON 5/4 (1.3); ATTEND DEPOSITION OF M. RUBIN (CHANIN CAPITAL) (1.7).

FURFARO JP 05/04/06 10.80 REVIEW OF MATERIALS FOR FACT WITNESS PREPARATION (1.0); CONFERENCE WITH G. PANAGAKIS/J. BERKE TO PREPARE FOR WITNESSES (1.0); REVIEW OF MATERIALS FOR MEET AND CONFER RE: TRIAL EXHIBITS AND OTHER TRIAL MATTERS (1.6); ATTEND MEET AND CONFER WITH UNIONS, GM, APPALOOSA, WILMINGTON (2.2); REVIEW OF UPDATES/ADDITIONAL MATERIALS FOR TRIAL EXHIBITS (1.9); REVIEW OF OBJECTIONS (0.8); REVIEW OF UPDATES TO DISCLOSURES (0.5); REVIEW UNION WITNESS LISTS (0.3); CONFERENCE WITH T. JERMAN AND WORKING GROUP (0.7); REVIEW OF MATERIALS FOR FINANCIAL/EXPERT WITNESSES FOR G. PANAGAKIS/J. BERKE (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	05/05/06	8.80	REVIEW OF MATERIAL FOR TRIAL EXHIBITS/FINALIZE COURT BINDERS (3.6); REVIEW OF WITNESS DESIGNATIONS/OUTLINES OF TESTIMONY (1.7); REVIEW OF DEPOSITIONS (2.2); REVIEW OF UAW MOTION RE: INTERESTED PARTIES/RESPONSE (1.3).
FURFARO JP	05/06/06	5.30	PREPARE OF POINTS FOR TRIAL OPENING (0.6); REVIEW OF MEET AND CONFER REPORTS/NOTES (1.1); REVIEW OF DEPOSITION TRANSCRIPTS (2.3); REVIEW OF EXPERT REPORTS/SUPPLEMENTAL REPORTS (1.3).
FURFARO JP	05/08/06	10.40	MEETING WITH B. SAX AND WORKING GROUP TO DISCUSS TRIAL POINTS/OPENING (3.0); REVIEW OF SUPPLEMENTAL DESIGNATIONS/EXHIBITS FOR TRIAL BINDERS (3.1); REVIEW OF OBJECTIONS TO EXHIBITS/RESPONSE TO SAME (1.5); REVIEW OF CONFIDENTIALITY ISSUE/POINTS FOR COUNSEL (0.6); PREPARATION FOR HEARING ON 1113/1114 MOTION (2.2).
FURFARO JP	05/09/06	11.00	ATTEND COURT PROCEEDING RE: 1113/1114 PREPARATION (11.0).
FURFARO JP	05/10/06	11.50	1113/1114 HEARING OF PREPARATION (11.5).
FURFARO JP	05/11/06	10.90	REVIEW OF HEARING TRANSCRIPT (2.0); REVIEW OF DEPOSITION TRANSCRIPTS (1.4); REVIEW OF ADDITIONAL EXHIBITS/OBJECTIONS (0.9); REVIEW OF CBA PROPOSALS/ANALYSIS OF LEGAL REQUIREMENTS (2.4); PREPARATION OF WITNESSES (4.2).
FURFARO JP	05/12/06	8.00	ATTEND HEARING ON 1113/1114 MOTION/CONFERENCES (8.0).
FURFARO JP	05/15/06	1.70	REVIEW OF ADDITIONAL TRIAL DESIGNATIONS (0.9); REVIEW OF TRANSCRIPTS/DIGESTS (0.8).
FURFARO JP	05/16/06	2.50	REVIEW OF DECLARATIONS SUBMITTED BY UNIONS/DESIGNATIONS (2.5).
FURFARO JP	05/17/06	4.60	REVIEW OF MATERIALS FOR UPCOMING HEARING (1.6); REVIEW OF TRANSCRIPTS/DIGESTS (1.4); REVIEW OF DRAFT TRANSITION PROGRAM (0.9); REVIEW OF ISSUE RE: 1113/1114 ISSUES/RESOLUTION OF SAME (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FURFARO JP	05/18/06	4.70	REVIEW OF EXHIBITS/OBJECTIONS (0.9); REVIEW OF SUMMARY CHART/MATERIALS RE: UPDATE FOR WORKING GROUP (1.2); REVIEW OF DRAFT IUE ATTRITION PROGRAM (0.3); REVIEW OF TRANSCRIPTS/ABSTRACTS (1.6); CONFERENCE WITH B. SAX, T. JERMAN, J. BERKE AND WORKING GROUP RE: HEARING/PREPARATION (0.7).
FURFARO JP	05/19/06	2.50	REVIEW OF RESEARCH RE: PROPOSALS/1113 ISSUES (1.4); REVIEW OF EXHIBITS/DECLARATIONS (1.1).
FURFARO JP	05/20/06	1.20	CONFERENCE B. SIEGEL, J. KOHN, L. WILSON, J. KASTIN RE: WITNESS PREPARATION (1.2).
FURFARO JP	05/22/06	8.50	REVIEW OF DECLARATIONS/EXHIBITS (1.6); REVIEW OF TRANSCRIPTS (1.2); REVIEW OF CBA PROPOSALS/RESEARCH (1.8); MEETING WITH J. KOHN AND WORKING GROUP TO DISCUSS WITNESS ISSUE (2.5); REVIEW OF UNEMPLOYMENT QUESTION (0.1); UPDATE WITH B. SAX AND WORKING GROUP (0.7); REVIEW OF NEW COURT FILINGS RE: 1113 MOTION (0.6).
FURFARO JP	05/23/06	6.80	MEETING WITH WORKING GROUP TO DISCUSS TRIAL (1.2); REVIEW OF DRAFT DECLARATIONS (1.8); REVIEW OF ADDITIONAL DECLARATIONS/EXHIBITS (1.0); PREPARATION WITH WITNESSES/TRIAL MATERIALS (2.8).
FURFARO JP	05/24/06	10.10	1113/1114 HEARING/PREPARATION (10.1).
FURFARO JP	05/25/06	4.80	PREPARE FOR HEARING/WITNESS REVIEW (2.8); REVIEW OF EXHIBITS/OBJECTIONS/RESPONSE (1.0); REVIEW OF NEW DOCUMENTS FOR HEARING (0.5); CONFERENCE WITH WORKING GROUP (0.5).
FURFARO JP	05/26/06	9.00	1113/1114 HEARING/CONFERENCES (9.0).
FURFARO JP	05/31/06	3.60	REVIEW OF HEARING TRANSCRIPTS (2.0); REVIEW OF NEW EXHIBITS (1.0); REVIEW MEMO RE: OBJECTIONS (0.6).
		165.30	
HOGAN III AL	05/03/06	1.70	REVIEW DEPOSITION TRANSCRIPTS IN CONNECTION WITH 1113 MOTION (1.7).
HOGAN III AL	05/12/06	4.00	ATTEND 1113 COURT HEARING (4.0).
		5.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	05/01/06	9.60	FINALIZE GUGLIELMO & SHAW DECLARATIONS (3.2) IN SUPPORT OF 1113/1114 MOTION; FINALIZE REPLY BRIEF AND REMAINING DECLARATIONS (5.2) AND CORRESPONDENCE TO CLIENT RE: SAME (0.2); TELECONFERENCE WITH CHAMBERS RE: APPALOOSA DISCOVERY (0.4); TELECONFERENCE RE: LABOR ISSUES WITH O'MELVENY (0.6) .
MARAFIOTI KA	05/02/06	8.20	WORK ON RESNICK SUPPLEMENTAL DECLARATION IN SUPPORT OF 1113/114 MOTION (2.4); BEGAN REVIEW OF COMMITTEE RESPONSE RE: 1113 MOTION (0.3); REVIEW DEMONSTRATIVE EXHIBITS (0.2); MEETING WITH O'MELVENY RE: DEMONSTRATIVE EXHIBITS AND TRIAL EXHIBITS (1.9); WORK ON WACHTER DECLARATION (1.0); WORK ON EISENBERG DECLARATION (1.8); TRIAL PREPARATION (0.6) .
MARAFIOTI KA	05/03/06	3.30	FINALIZE LIST OF TRIAL EXHIBITS (0.8); TELECONFERENCE FROM B. MELSHAK RE: EXHIBITS (0.1); CORRESPONDENCE RE: DISCOVERY ISSUES (0.2); CONTINUED PREPARATION FOR TRIAL (2.2) .
MARAFIOTI KA	05/04/06	6.40	TRIAL PREPARATION AND PREPARATION FOR MEET-AND-CONFER (0.8); MEET-AND-CONFER WITH UNIONS AND O'MELVENY (1.8); WORK ON TRIAL EXHIBITS (1.7); TELECONFERENCE WITH R. EISENBERG (0.1) AND FOLLOW UP ON ISSUES RE: HIS DECLARATION (0.2); CORRESPONDENCE RE: DISCOVERY (0.2); CONTINUED WORK ON TRIAL EXHIBITS (0.8); LABOR STRATEGY TELECONFERENCE (0.5); CORRESPONDENCE TO COURT RE: ATTRITION ORDER (0.3) .
MARAFIOTI KA	05/05/06	8.00	WORK ON TRIAL EXHIBITS (2.1); REVIEW UNION MOTION TO LIMIT PARTICIPATION IN 1113 HEARING (0.2); WORK ON RESPONSE TO SAME (1.6); DEVELOP STRATEGY RE: RESPONSE TO UNION MOTION TO LIMIT PARTICIPATION (0.4); WITNESS PREPARATION (2.4); TELECONFERENCE FROM B. MEHLSACK RE: WITNESS OUTLINES (0.1); REVIEWED COMMITTEE AND AD HOC TRADE COMMITTEE OBJECTIONS TO UAW MOTION TO LIMIT PARTICIPATION IN 1113 HEARING (1.0); REVIEWED APPALOOSA LETTER RE: ATTRITION ORDER (0.2) .
MARAFIOTI KA	05/06/06	3.60	REVIEWED APPALOOSA SUPPLEMENTAL OBJECTION TO 1113 MOTION (0.3); WILMINGTON TRUST LIMITED OBJECTION TO 1113 MOTION (0.5); UAW BRIEF IN OPPOSITION TO 1113 MOTION (2.8) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	05/07/06	8.70	CONTINUED REVIEW OF VARIOUS OBJECTIONS TO 1113 MOTION (1.8); WORK ON WITNESS PREPARATION FOR SHEEHAN AND K. BUTLER (1.0); CORRESPONDENCE RE: UNION DISCOVERY (0.2); TRIAL PREPARATION (0.5); CONTINUED PREPARATION OF K. BUTLER & SHEEHAN (1.1); ADDRESS IBEW 1113 QUESTIONS AND CONFERENCE WITH ROTHSCHILD, K. CRAFT, B. SAX RE: SAME (0.5); WITNESS PREPARATION FOR RESNICK, WITH SHEEHAN AND K. BUTLER (2.6); REVIEWED DECLARATIONS IN OPPOSITION TO 1113 MOTION (1.0).
MARAFIOTI KA	05/08/06	12.60	REVIEW MILSTEIN DECLARATION (0.2); MEETING WITH O'MELVENY, COMPANY RE: STRATEGY FOR TRIAL (1.9); CORRESPONDENCE TO UNIONS AND OTHER COUNSEL RE: TRIAL EXHIBITS (0.1) AND WORK ON EXHIBIT ISSUES (0.2) REVIEWED BENCH MEMO RE: DEMONSTRATIVE EVIDENCE (0.2); REVIEWED IUE REPLY TO MOTION TO LIMIT PARTICIPATION IN 1113 HEARING (0.5); PREPARED FOR ARGUMENT ON 1113 HEARING (4.5); ADDITIONAL STRATEGY SESSION IN PREPARATION FOR TRIAL (3.5); PREPARATION FOR TRIAL (1.5).
MARAFIOTI KA	05/09/06	11.10	ATTEND HEARING (FIRST DAY) ON 1113/1114 MOTION AND MOTION TO LIMIT PARTICIPATION IN 1113/1114 HEARING WITH CLIENT AND ADVISORS AFTER HEARING (11.1).
MARAFIOTI KA	05/10/06	11.10	ATTEND HEARING (SECOND DAY) ON 1113/1114 MOTION (9.9) AND FOLLOW UP MEETING WITH CLIENTS AFTER HEARING (1.1); CORRESPONDENCE FROM CECCOTTI RE: ORDER ON MOTION TO LIMIT PARTICIPATION IN 1113/1114 HEARING (0.1).
MARAFIOTI KA	05/11/06	3.20	DEVELOP (0.5); PREPARE FOR CONTINUED TRIAL (2.7).
MARAFIOTI KA	05/12/06	7.80	PREPARE FOR 1113/1114 HEARING (1.1); ATTENDED HEARING (THIRD DAY) ON 1113/1114 MOTION (6.1); FOLLOW UP MEETINGS WITH CLIENTS AND ADVISORS (0.6).
MARAFIOTI KA	05/16/06	0.60	CORRESPONDENCE RE: SUPPLEMENTAL DECLARATIONS FROM UNIONS (0.3); OTHER CORRESPONDENCE RE: 1113 TRIAL (0.3).
MARAFIOTI KA	05/17/06	0.30	CONTINUING TRIAL PREPARATIONS (0.3).

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MARAFIOTI KA	05/18/06	1.90	REVIEWED CORRESPONDENCE RE: TRIAL STRATEGY (0.3); LABOR STRATEGY TELECONFERENCE WITH O'MELVENY AND COMPANY AND FOLLOW UP CONFERENCES (1.1); CONTINUED TO DEVELOP STRATEGY RE: 1113 TRIAL (0.5).
MARAFIOTI KA	05/20/06	1.30	TELECONFERENCE RE: LABOR STRATEGY WITH O'MELVENY (1.3).
MARAFIOTI KA	05/22/06	4.60	CORRESPONDENCE FROM EQUITY COMMITTEE RE: 1113 EXHIBITS (0.1); REVIEWED REVISED ORDER RE: PARTICIPATION IN 1113 HEARING AND CORRESPONDENCE WITH UAW COUNSEL RE: SAME (0.3); CORRESPONDENCE TO CLIENT RE: SAME (0.2); REVIEWED TRANSCRIPT OF HEARING (0.2); LABOR STRATEGY MEETING WITH O'MELVENY (2.2); WORK ON ISSUES RE: TRIAL EXHIBITS (0.1); CONTINUED STRATEGY DEVELOPMENT (0.2); TELECONFERENCE WITH COMPANY AND O'MELVENY RE: NEGOTIATION DEVELOPMENTS (1.1) AND FOLLOW UP RE: SAME (0.2).
MARAFIOTI KA	05/23/06	8.20	STRATEGY MEETING WITH COMPANY AND O'MELVENY (2.0); CONFERENCE WITH B. SAX RE: LABOR ISSUES (0.2); WORK ON SUPPLEMENTAL DECLARATIONS OF GUGLIELMO, SHAW, QUICK, KIDD, AND GERLING (1.2); CONTINUED PREPARATION FOR 1113/1114 TRIAL (4.8).
MARAFIOTI KA	05/24/06	9.50	PREPARE FOR HEARING (0.4) AND ATTEND 1113/1114 HEARING (FOURTH DAY) (8.1); POST-HEARING MEETING WITH CLIENT AND ADVISORS (1.0).
MARAFIOTI KA	05/26/06	8.50	ATTENDED HEARING ON MOTION UNDER 1113/1114 (FIFTH DAY (8.0); AND FOLLOW UP MEETING WITH COMPANY AND ADVISORS (0.5).
		128.50	
PANAGAKIS GN	05/01/06	6.00	WORKING GROUP TELECONFERENCE RE: COMMENTS TO REPLY BRIEF (1.2); REVIEW AND REVISE SAME, INCLUDING OBJECTION SUMMARY CHART (2.0); PARTICIPATE ON FOLLOW-UP WORKING GROUP TELECONFERENCE (1.0); REVIEW DECLARATIONS RE: WITNESS PREP (1.8).
PANAGAKIS GN	05/02/06	6.10	REVIEW TRIAL EXHIBITS (1.0); PARTICIPATE ON CALLS RE: SAME (1.2); CONTINUED REVIEW OF PLEADINGS AND RELATED MATERIALS RE: WITNESS PREPARATION (3.0); PARTICIPATE ON WORKING GROUP TELECONFERENCE RE: SAME (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	05/03/06	7.50	CONTINUED REVIEW OF MATERIALS RE: PREPARATION OF FINANCIAL WITNESSES (5.0); TELECONFERENCES WITH LITIGATION WORKING GROUP RE: SAME (1.5); REVIEW TRIAL EXHIBITS (1.0).
PANAGAKIS GN	05/04/06	12.40	PARTICIPATE IN ALL-DAY WITNESS PREPARATION, INCLUDING PRE-MEETING WITH LITIGATION TEAM (2.0), MOCK CROSS-EXAMINATIONS (6.0) AND FOLLOW-UP DISCUSSIONS RE: SAME (1.0); REVIEW MATERIALS IN PREPARATION FOR NEXT DAY FINANCIAL WITNESS PREP (2.5); PARTICIPATE ON EVENING WORKING GROUP TELECONFERENCE RE: SAME (0.9).
PANAGAKIS GN	05/05/06	10.90	DRAFT NOTES IN PREPARATION FOR MOCK CROSS-EXAMINATION OF FINANCIAL WITNESSES (1.3); MEET WITH J. BERKE RE: SAME (1.1); PARTICIPATE IN MOCK CROSS-EXAMINATION (4.5); MEET INDIVIDUALLY WITH FINANCIAL WITNESSES RE: FOLLOW-UP ISSUES (2.0); COORDINATE ADDITIONAL PREPARATION WITH B. SEIGEL (0.9); DISCUSS LIQUIDITY ANALYSIS WITH B. CARUSO (1.1).
PANAGAKIS GN	05/06/06	2.00	TELECONFERENCE WITH J. BERKE RE: COORDINATE NEXT DAY WITNESS PREPARATION (0.2); TELECONFERENCE WITH B. GOLDSTEIN RE: SPECIAL ATTRITION PROGRAM ANALYSIS (0.3); DRAFT PORTION OF WITNESS PREPARATION OUTLINE FOR B. GOLDSTEIN (0.9); PREPARE NOTES FOR NEXT DAY MEETING WITH FINANCIAL WITNESSES (0.6).
PANAGAKIS GN	05/07/06	8.50	MEET WITH COMPANY FINANCIAL PERSONNEL AND EXPERT WITNESSES RE: CONTINUED TRIAL PREPARATION (8.5).
PANAGAKIS GN	05/08/06	13.30	MEET WITH MANAGEMENT TEAM AND ADVISORS IN CONNECTION WITH NEXT DAY TRIAL PREPARATIONS (5.0); PREPARE WITNESS SUMMARIES (3.5); REVIEW SUPPLEMENTAL MILLSTEIN DECLARATION AND DISCUSS WITH D. RESNICK (2.3); REVIEW VARIOUS FILINGS IN PREPARATION FOR HEARING (2.5).
PANAGAKIS GN	05/09/06	14.00	PREPARE FOR (4.5) AND ATTEND (7.0) 1113/1114 HEARING; MEETING WITH MANAGEMENT TEAM FOLLOWING SAME (2.5).
PANAGAKIS GN	05/10/06	10.60	PREPARE FOR (1.5) AND ATTEND (7.5) 1113/1114 HEARING; MEET WITH TRIAL TEAM FOLLOWING SAME (1.0); PREPARE FOR CONTINUED TRIAL (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	05/11/06	8.20	MEET WITH K. BUTLER AND OTHER MEMBERS OF LABOR TEAM RE: SPLINTER UNIONS (1.3); ATTEND TRIAL STRATEGY SESSION (1.0); CONSIDERATION OF NEGOTIATION PROCESS GOING FORWARD (1.0); DISCUSS OPEN ISSUES WITH MANAGEMENT (0.9); REVIEW AND CONSIDER ISSUES RE: WILMINGTON TRUST OBJECTION (2.0); PREPARE FOR NEXT DAY HEARING, INCLUDING CONTINUED WITNESS PREPARATION (2.0).
PANAGAKIS GN	05/12/06	9.90	PREPARE FOR (2.8) AND ATTEND (6.0) 1113/1114 TRIAL; MEETING WITH TRIAL WORKING GROUP FOLLOWING SAME (1.1).
PANAGAKIS GN	05/15/06	2.00	CONTINUE TO REVIEW MATERIALS IN PREPARATION FOR NEXT WEEK 1113 HEARING (2.0).
PANAGAKIS GN	05/16/06	3.00	REVIEW 1113 RESEARCH MATERIALS (1.3); REVIEW SUPPLEMENTAL DECLARATIONS (1.2); CONSIDERATION TO ISSUES RE: NEXT WEEK HEARING (0.5).
PANAGAKIS GN	05/17/06	3.10	REVIEW SUPPLEMENTAL FILINGS AND TRANSCRIPTS (0.7); TELECONFERENCES WITH LABOR TEAM RE: STRATEGY (0.4); CONTINUED REVIEW OF FINANCIAL WITNESS MATERIALS (2.0).
PANAGAKIS GN	05/18/06	3.10	REVIEW OF TRANSCRIPTS AND PLEADINGS (0.8); PARTICIPATE ON TEAM TELECONFERENCE (1.1); ATTEND TO FOLLOW-UP MATTERS RE: SAME (1.2).
PANAGAKIS GN	05/19/06	1.30	REVIEW PLEADINGS IN PREPARATION FOR NEXT WEEK HEARING (0.9); PARTICIPATE ON CALLS WITH LABOR WORKING GROUP RE: SAME (0.4).
PANAGAKIS GN	05/22/06	1.00	PREPARE FOR NEXT DAY MEETING RE: WITNESS PREPARATION (1.0).
PANAGAKIS GN	05/23/06	6.90	PARTICIPATE IN WORKING GROUP MEETING RE: HEARING PREPARATION (1.2); REVIEW INCOMING DECLARATIONS (1.2); PARTICIPATE IN J. SHEEHAN PREPARATION (2.8); DISCUSSIONS WITH MANAGEMENT TEAM AND OTHER ADVISORS RE: CONTINUANCE REQUEST AND RELATED MATTERS (1.7).
PANAGAKIS GN	05/24/06	9.30	PREPARE FOR (1.4) AND ATTEND (7.0) 1113/1114 HEARING; MEET WITH MANAGEMENT TEAM RE: FOLLOW-UP MATTERS (0.9).
PANAGAKIS GN	05/25/06	3.50	PREPARE FOR NEXT DAY HEARING, INCLUDING ANALYSIS OF PRIOR DAY TESTIMONY, DISCUSSIONS WITH T JERMAN AND J. FURFARO AND EVALUATION OF WILMINGTON TRUST OBJECTION (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	05/26/06	10.10	MEETING WITH MANAGEMENT TEAM IN PREPARATION FOR HEARING (1.4); ATTEND HEARING (8.0); FOLLOW-UP RE: SAME (0.7).
PANAGAKIS GN	05/30/06	2.00	REVIEW ADDITIONAL FILINGS RELATED TO 1113 HEARING (1.0); PREPARE FOR UPCOMING WITNESS PREP (1.0).
PANAGAKIS GN	05/31/06	2.40	REVIEW 1113 FILINGS (1.1); REVIEW EISENBERG AND SHAW DECLARATIONS (0.8); PREPARE FOR NEXT DAY PREP RE: SAME (0.5).

157.10

SPRINGER DE	05/01/06	3.10	PREPARATION FOR AND CONFERENCE WITH THE COURT RE: APPALOOSA DISCOVERY ISSUES (0.5); ATTENTION TO REVIEW OF REPLY EXPERT DECLARATIONS (1.5); PREPARATION FOR AND PARTICIPATION IN SENIOR LABOR TELECONFERENCE (1.1).
SPRINGER DE	05/02/06	1.50	REVIEW AND REVISE RESNICK REPLY DECLARATION (1.5).
SPRINGER DE	05/04/06	1.00	PREPARATION AND PARTICIPATION IN NIGHTLY LABOR TELECONFERENCE (1.0).
SPRINGER DE	05/05/06	3.80	TELECONFERENCES RE: EXHIBIT PREPARATION (0.5); TELECONFERENCE RE: DEPOSITION ABSTRACTING (0.5); LEGAL RESEARCH RE: MOTION TO EXCLUDE DEBTORS' DEMONSTRATIVES (2.0); TELECONFERENCE J. JJINGO RE: MOTION TO EXCLUDE DEBTORS' DEMONSTRATIVES (0.8).

9.40

Total Partner

769.00

MATZ TJ	05/01/06	18.00	REVIEWING, REVISING AND COMPLETING FOR FILING AND SERVICE SECTIONS 1113/1114 REPLY MEMORANDUM (8.0); REVIEWING, REVISING AND COMPLETING FOR FILING AND SERVICE 7 DECLARATIONS IN SUPPORT OF THE SECTION 1113/1114 REPLY MEMORANDUM (8.3); COORDINATING FINALIZED FILING AND SERVICE OF REPLY MEMORANDUM AND DECLARATIONS THEREOF (1.2); FOLLOW UP CONFIRMATION WORK RE: FILING AND SERVICE OF REPLY MEMORANDUM AND DECLARATIONS IN RESPECT THEREOF (0.5).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/02/06	9.90	PREPARATION OF MATERIALS FOR STATUS AND 1113/1114 TRIAL PLANNING MEETING (1.2); PARTICIPATE IN MEETING WITH R. ISSENGERG, J.GUGLIELMO ET AL. OF FTI, W. SHAW OF ROTHSCHILD, T. JERMAN, J. KASTIN, J. KOHN ET AL. OF O'MELVENY, COMPANY AND SKADDEN RE: 1113/1114 DEPOSITION, DISCOVERY AND TRIAL, DEMONSTRATIVES AND EXHIBIT DESIGNATIONS (7.4); REVIEW AND REVISE VARIOUS DEMONSTRATIVES FOR TRIAL (0.6); REVIEW AND REVISE EXHIBIT DESIGNATIONS (0.7).
MATZ TJ	05/03/06	12.20	REVIEW AND REVISE DEMONSTRATIVES FOR 1113/1114 TRIAL (1.2); FOLLOW UP REVIEW RE: SUPPLEMENTAL DECLARATIONS (0.3); REVIEW MATERIALS FOR MAY 4 OMNIBUS MEET AND CONFER (0.5); CONTINUING REVIEW AND FINALIZING DEMONSTRATIVES FOR 1113/1114 TRIAL (1.4); CONTINUING REVIEW AND REVISIONS TO DISCLOSURES FOR 1113/1114 HEARING (1.3); REVIEW JOINT EXHIBIT BINDERS FOR ALL JOINT EXHIBITS (CONFIDENTIAL AND PUBLIC) (2.5); REVIEW AND PREPARE FOR RESPONSE RE: UAW MOTION TO LIMIT PARTICIPATION IN 1113/1114 HEARING (5.0).
MATZ TJ	05/04/06	5.40	PREPARATION FOR MEET AND CONFER (0.4); REVIEWING PREVIOUS MEET AND CONFER REPORT (0.2); FORWARDING PREVIOUS MEET AND CONFER TO CHAMBERS (0.2); ATTENDING MEET AND CONFER RE: DEPOSITION, PRODUCTION AND 1113/1114 HEARING SCHEDULING GENERAL MATTERS (2.0); CONTINUING PREPARATION OF JOINT EXHIBIT BINDERS (0.9); PARTICIPATE IN STATUS TELECONFERENCE RE: PREPARATION FOR OUTSTANDING MATTERS RE: 1113/1114 HEARING AND DEPOSITIONS (0.6); REVIEWING FINAL REVISIONS TO PROPOSED HUMAN CAPITAL ATTRITION PROGRAM ORDER (0.3); REVIEW AND REVISE LETTER TO CHAMBERS RE: HUMAN CAPITAL ATTRITION PROGRAM (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/05/06	10.30	REVIEW AND REVISE JOINT EXHIBIT BINDER DOCUMENTS FOR INCLUSION & RESOLVING ISSUES IN RESPECT THEREOF (2.4); REVIEWING MATERIALS FOR RESPONSE TO UAW MOTION TO LIMIT PARTICIPATION (1.7); REVIEWING & COMMENTING ON RESPONSE TO UAW MOTION TO LIMIT PARTICIPATION IN 1113/1114 HEARING (0.5); REVIEWING DRAFT AGENDA FOR MAY 9 HEARING (0.3); CONSIDERING REAL TIME TRANSCRIPT FOR HEARING (0.3); 2 TELECONFERENCES WITH CHAMBERS RE: SAME (0.3); TELECONFERENCES WITH B. MEHLSACK RE: WITNESS STATEMENTS (0.2); CORRESPONDENCE RE: SAME (0.3); REVIEWING DISCOVERY, RESPONSES, OBJECTIONS (0.7); REVIEW CORRESPONDENCE FROM WHITE & CASE RE: DEPOSITION DESIGNATIONS (0.2); REVIEWING 1113/1114 PBGC STIPULATION ORDER (0.1); REVIEWING OBJECTIONS OF MERCEDES-BENZ RE: UAW MOTION TO LIMIT PARTICIPATION (0.3); REVIEWING SUPPLEMENTAL RESPONSE OF GM TO 1113/1114 MOTION (0.1); REVIEWING DETAILED RESPONSE FROM WHITE & CASE TO CHAMBERS RE: PROPOSED HUMAN CAPITAL ATTRITION ORDER (0.6); FOLLOW UP RE: SAME (0.2); REVIEW & REVISE OBJECTIONS TO UNION DESIGNATIONS (0.8); REVIEWING & REVISING UCC PRESENTATION MATERIALS FOR T. KENNEDY, B. SIMON, REVIEW AS EXHIBITS (0.7); REVIEWING DISTRIBUTION MATTERS RE: ALL TRIAL EXHIBIT MATERIALS (0.4); CORRESPONDENCE WITH B. CECCOTTI RE: SAME (0.2).
MATZ TJ	05/06/06	6.90	CORRESPONDENCE WITH R. JANGER RE: UNION DISCOVERY REQUEST (0.2); REVIEWING MATERIAL (0.4); FOLLOW UP WORK RE: SAME (0.2); CONTINUING TO PREPARE MATERIALS RE: JOINT EXHIBIT BINDERS AND REVIEW RE: SAME (2.0); CONTINUING PREPARATION FOR 1113/1114 HEARINGS (2.3); CONTINUING PREPARATION RE: WITNESS PREPARATION (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/08/06	12.10	REVIEWING DOCKETED HOURLY ATTRITION PROGRAM, ORDER & COMPARE RITE (0.4); WORKING WITH K. CRAFT RE: SAME (0.3); TELECONFERENCE FROM CHAMBERS RE: HEARING ON 5/9 (0.2); FOLLOW UP CORRESPONDENCE TO UNIONS, OBJECTIONS RE: SAME (0.2); TELECONFERENCE WITH CHAMBER RE: COURT REPORTING (0.2); FOLLOW UP PREPARATORY ARRANGEMENTS RE: SAME (0.4); TELECONFERENCE WITH D. LOWENTHAL OF THELEN REID RE: HEARING (0.3); REVIEW & REVISE TRIAL BINDERS, INDEX (0.6); REVIEW & REVISE PROPOSED HEARING AGENDA (0.4); REVIEW & FOLLOW UP RE: OUTSTANDING MATTERS FROM MAY 4 MEET & CONFER (0.5); REVIEWING SUPPLEMENTAL LIST OF EXHIBITS (0.2); PREPARATION RE: CASE LAW RE: 1113/1114 MOTION, REPLY BRIEF (0.4); REVIEWING & COMPLETING SUPPLEMENTAL LIST OF EXHIBITS (0.3); GENERAL PREPARATION FOR 1113/1114 HEARING (0.8); PREPARATION FOR UAW MOTION TO EXCLUDE (0.4); RECEIVING & REVIEWING SUPPLEMENTARY DECLARATION OF RUPPERT (0.3); REVIEWING & REVISING PROPOSED HEARING AGENDA FOR MAY 9 HEARING (0.7); REVIEWING & COMMENTING ON BRIEF RE: DEMONSTRATIVES & DEMONSTRATIVE PRODUCTION (0.6); CONTINUING PREPARATION OF HEARING BINDERS RE: UAW MOTION TO EXCLUDE PARTICIPATION (0.7); CONTINUING PREPARATION OF 1113/1114 MOTION (3.2); CONTINUING REVIEW & PREPARATION OF DESIGNATION & EXHIBIT BINDERS (0.9); REVIEW CORRESPONDENCE FROM FRIED FRANK RE: EQUITY COMMITTEE (0.1).
MATZ TJ	05/09/06	12.50	FINAL PREPARATION AND SET UP FOR 1113/1114 HEARING (2.8); ATTENDING 1113/1114 HEARING (9.0); PREPARATION FOR CONTINUATION OF 1113/1114 HEARING (0.7).
MATZ TJ	05/10/06	11.20	PREPARATION FOR CONTINUATION OF 1113/1114 HEARING (1.4); ATTENDING 1113/1114 HEARING (9.8).
MATZ TJ	05/11/06	7.20	TELECONFERENCE FROM US TRUSTEE RE: JOINT EXHIBIT BINDERS, HEARING TRANSCRIPTS AND FUTURE WITNESSES (0.4); REVIEWING DRAFT TRANSCRIPTS FROM MAY 9 AND MAY 10 FOR MAY 12 HEARING PREPARATION (1.3); REVIEWING MARCH 21 TRANSCRIPTS FOR WILLIAMS EXAMINATION FOR MAY 12 PREPARATION (0.7); CONTINUING GENERAL PREPARATION FOR MAY 12 CONTINUATION OF THE 1113/1114 HEARINGS (3.5); REVIEW AND ASSISTANCE WITH ADDITIONAL JOINT EXHIBITS AND BINDERS (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/12/06	9.10	PREPARING FOR DAY 3 OF 1113/1114 COURT HEARING INCLUDING UPDATING REVISED JOINT EXHIBIT INDEX, PROVISIONS OF REVISED INDEX OF JOINT EXHIBITS, AND ADDITIONAL EXHIBIT BINDERS (1.6); ATTENDING IN COURT ON DAY 3 OF 1113/1114 HEARING (6.0); FOLLOW UP FROM COURT HEARING AND PREPARING MATERIALS FOR CONTINUATION OF HEARING ON MAY 24 (1.5).
MATZ TJ	05/14/06	0.80	WORKING ON FILE ORGANIZATION FOR CONTINUATION OF HEARING (0.8).
MATZ TJ	05/15/06	2.10	CORRESPONDENCE WITH C. MC WEE RE: VIRTUAL DATA ROOM ACCESS FOR EQUITY COMMITTEE (0.3); TELECONFERENCE FROM M. MC GANA OF COMPANY RE: 1113/1114 CONTINUED COURT DATES AND SCHEDULING (0.3); REVIEWING ADDITIONAL DEPOSITION MATERIALS AND SCHEDULING MATTERS (0.7); FOLLOW UP RE: M. ROBBINS OF IBEW/IAM RE: EXTENSION REQUESTS (0.2); WORK ON HEARING MATERIALS AND BINDERS (0.6).
MATZ TJ	05/16/06	2.70	CORRESPONDENCE WITH M. ROBBINS RE: DECLARATIONS AND EXHIBITS (0.2); CORRESPONDENCE WITH B. SAX RE: DECLARATIONS AND EXHIBITS (0.1); REVIEW RE: SAME (0.3); CORRESPONDENCE WITH B. SAX RE: GERLING SUPPLEMENTAL PRODUCTION (0.1); CONTINUING REVIEW RE: SAME (0.4); CONTINUING PREPARATION RE: GENERAL 1113/1114 SUPPLEMENTAL DISCOVERY, PRODUCTION AND EXHIBIT MATTERS (1.6).
MATZ TJ	05/17/06	1.40	REVIEWING TRANSCRIPTS TO DATE FROM 1113/1114 HEARINGS (0.4); REVIEW SUPPLEMENTAL DECLARATIONS FOR JOINT EXHIBIT BINDER (0.3); REVIEW AND CONTINUING PREPARATION OF DEPOSITIONS SCHEDULING AND SCHEDULING IN RESPECT THEREOF (0.7).
MATZ TJ	05/18/06	2.00	REVIEWING RESNICK, BUTLER AND GEBBIA TRANSCRIPTS FOR CONTINUATION OF 1113/1114 HEARING (2.0).
MATZ TJ	05/19/06	1.50	REVIEWING AND REVISING SCHEDULING MATTERS RE: 1113/1114 HEARING (0.5); TELECONFERENCES WITH CHAMBERS RE: SAME (0.5); CONTINUING PREPARATION RE: 1113/1114 SCHEDULING (0.2); FOLLOW UP RE: ADDITIONAL JOINT EXHIBITS FOR HEARING (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/22/06	11.30	REVIEW AND REVISE SUMMARY CHART OF CONFIDENTIALITY AGREEMENTS (2.6); PREPARATION FOR MEETING WITH. T. JERMAN, J. KOHN, ET AL., OF O'MELVENY AND SKADDEN TEAM RE: CONTINUATION OF 1113/1114 HEARING AND WITNESS PREPARATION (2.7); REVIEW CORRESPONDENCE FROM B. CECCOTTI RE: PROPOSED UAW MOTION TO LIMIT PARTICIPATION IN 1113/1114 HEARING ORDER (0.4); COMMENT ON SAME FOR B. CECCOTTI (0.3); TELECONFERENCES WITH W. SHAW RE: WITNESS PREPARATION (0.2); TELECONFERENCES WITH R. ISENBERG RE: WITNESS PREPARATION (0.1); TELECONFERENCE WITH J. GUGLIELMO RE: WITNESS PREPARATION (0.2); TELECONFERENCES WITH CHAMBERS RE: 1113/1114 SCHEDULING (0.4); TELECONFERENCE FROM CHAMBERS RE: HEARING TRANSCRIPTS (0.2); FORWARD SAME TO CHAMBERS (0.1); REVIEW MIDDLETON SUPPLEMENTARY DECLARATION (IBEW) (0.3); REVIEW GRIFFIN SUPPLEMENTARY DECLARATIONS (IBEW) (0.3); PREPARATION FOR CONTINUATION OF 1113/1114 HEARING (0.8); PARTICIPATE IN TELECONFERENCE WITH D. SHERBIN, B. SAX, S. CORCORAN, T. JERMAN, B. SIEGEL, J. KASTIN, R. JANGER & SKADDEN TEAM RE: REQUEST FROM GM FOR 60 ADJOURNMENT IN 1113/11114 AND GM LOSS CONTRACTS MOTION (1.1); CONTINUED PREPARATION FOR 1113/1114 HEARING (1.6).
MATZ TJ	05/23/06	9.80	CONTINUED PREPARATION FOR RESUMPTION OF 1113/1114 HEARINGS (4.0); TELECONFERENCE WITH CHAMBERS RE: SET UP FOR HEARINGS (0.2); TELECONFERENCE WITH C. BARTECK OF VIKING GLOBAL RE: 1113/1114 HEARING SCHEDULE (0.2); REVIEWING GM LETTER TO CHAMBERS RE: ADJOURNMENT OF 1113/1114 AND GM LOSS CONTRACTS HEARINGS (0.2); REVIEW AND REVISE RESPONSE TO ADJOURNMENT OF 1113/1114 AND GM LETTER (0.4); FINAL REVIEW OF SUPPLEMENTAL DECLARATIONS OF, D. KIDD, QUICK, W. SHAW AND J. GUGLIELMO (1.8); FORWARD SAME CHAMBERS FOR FILING (0.2); REVIEWING GERLING DECLARATION FOR SERVICE (0.3); CONTINUED PREPARATION OF EXHIBITS AND JOINT EXHIBIT BINDERS FOR HEARING (2.0); REVIEW BENCH MEMORANDUM RE: ADMISSIBILITY OF EXHIBITS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/24/06	10.50	SUPERVISING SET UP FOR COURT (1.3); ATTEND COURT HEARING (8.0); DEBRIEFING WITH J. SHEEHAN, S. CORCORAN ET AL OF COMPANY, B. RESNICK, B. SHAW OF ROTHSCHILD, R. ISSENBERG, J. GUGLIELMO OF FTI B. SIEGEL, T. JERMAN, J. KASTIN, J. KOHN OF O'MELVENY AND SKADDEN TEAM (1.0); TELECONFERENCE WITH B. SAX RE: REICHERT SUPPLEMENTAL DECLARATION (0.2).
MATZ TJ	05/25/06	8.10	TELECONFERENCE FROM C. LONLEIA RE: 1113/1114 HEARINGS (0.2); TELECONFERENCE FROM CHAMBERS RE: FINAL TRANSCRIPTS (0.2); TELECONFERENCE WITH O'MELVENY RE: SUMMARY CHART OF JUDGE'S COMMENTS AND RELATED TESTIMONY (0.3); PREPARING SAME (0.7); TELECONFERENCE WITH J. KASTIN RE: REICHERT SUPPLEMENTAL DECLARATION (0.2); TELECONFERENCE TO T. KENNEDY'S OFFICE RE: SAME (0.2); REVIEW AND ANALYZE REICHERT SUPPLEMENTAL DECLARATION (0.3); CONTINUING PREPARATION OF JOINT EXHIBIT MATERIALS AND REWORKED INDEX RE: SAME FOR 1113/1114 HEARINGS (1.9); CONTINUING PREPARATION FOR RESUMPTION OF 1113/1114 HEARINGS ON 5/26 (1.4); FINAL PREPARATION FOR 1113/1114 HEARINGS ON 5/26 (2.4); TELECONFERENCE WITH CHAMBERS RE: TIMING AND ADDITIONAL JOINT EXHIBITS (0.3).
MATZ TJ	05/26/06	10.30	SET UP AND PREPARATION FOR DAY 5 OF 1113/1114 HEARING (1.5); ATTENDING IN COURT FOR DAY 5 OF 1113/1114 (8.0); DEBRIEFING WITH J. SHEEHAN, M. WEBER, J. BUTLER, M. QUICK, R. ISSENERG, J. GUGLIELMO, B. SHAW AND SKADDEN TEAM (0.3); WRAP UP FROM COURT (0.5).
MATZ TJ	05/30/06	4.10	REVIEW WITNESS PREPARATION MATERIALS RE: CONTINUATION OF 1113/1114 HEARINGS (0.7); TELECONFERENCES WITH R. EISENBERG RE: SAME (0.2); TELECONFERENCES WITH B. SHAW RE: PREPARATION MATERIALS RE: CONTINUATION OF 1113/1114 HEARINGS (0.2); PREPARING SUMMARY OF COURT'S COMMENTS AND RELATED EVIDENCE FROM 1113/1114 HEARING (3.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/31/06	2.50	REVIEW AND ANALYZE OBJECTED TO EXHIBITS - CHART AND RESPONSE (0.8); FINALIZING ARRANGEMENTS RE: CONTINUING WITNESS PREPARATION (0.5); TELECONFERENCE WITH CHAMBERS RE: FRIDAY HEARING (0.2); REVIEW ADDITIONAL JOINT EXHIBITS FROM UAW (0.4); PREPARATION RE: 1113/1114 HEARING CONTINUATION (0.6).
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181.90

SHIVAKUMAR D	05/01/06	8.80	ANALYSIS OF (AND REVISIONS TO) DRAFT SUPPLEMENTAL DECLARATIONS IN SUPPORT OF THE 1113/1114 MOTION (5.4); TELECONFERENCES WITH SPECIAL LABOR COUNSEL TO REVIEW SUPPLEMENTAL DECLARATIONS (1.3); ANALYZE (AND EDIT) DRAFT OMNIBUS REPLY MEMORANDUM OF LAW IN SUPPORT OF 1113/1114 MOTION (2.1).
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SHIVAKUMAR D	05/02/06	9.20	COORDINATE FILINGS OF 1113/1114 PAPERS (0.5); COMMUNICATIONS/CALLS WITH APPALOOSA'S COUNSEL RE: PARTICIPATION IN DISCOVERY (0.4); ANALYZE, EDIT, AND FINALIZE SUPPLEMENTAL DECLARATIONS IN SUPPORT OF 1113/1114 MOTION AND COMMUNICATIONS WITH EXPERTS REGARDING SAME (3.6); ANALYSIS OF FINANCIAL DATA IN CONNECTION WITH TRIAL PREPARATIONS (2.2); MEET & CONFER CONFERENCE WITH COUNSEL FOR WILMINGTON TRUST AND PREPARATION FOR SAME (0.6); REVIEW OF DATA AND DOCUMENTS AND TELECONFERENCES WITH WORKING GROUP IN RESPONSE TO DISCOVERY REQUESTS FROM WILMINGTON TRUST (1.5); TELECONFERENCES TO SCHEDULE DEPOSITION OF K. WILLIAMS (0.4).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	05/03/06	8.90	CONFERENCE WITH WORKING GROUP TO ADDRESS TRIAL PREPARATION WITH RESPECT TO THE 1113/1114 MOTION (1.2); ANALYSIS OF OMNIBUS REPLY MEMORANDUM OF LAW (1.8); WRITTEN AND ORAL CORRESPONDENCE WITH COUNSEL TO WILMINGTON TRUST TO RESOLVE OUTSTANDING DISCOVERY REQUESTS (0.9); COMMUNICATIONS WITH WORKING GROUP TO RESPOND TO DISCOVERY REQUESTS FROM WILMINGTON TRUST AND PREPARATION OF DOCUMENTS FOR PRODUCTION TO WILMINGTON TRUST (1.6); CORRESPONDENCE WITH COUNSEL TO APPALOOSA RE: DISCOVERY ISSUES (0.3); REVIEW OF DOCUMENTS IN RESPONSE TO APPALOOSA'S REQUEST FOR CLAIMS ESTIMATES AND CONFERENCE CALLS WITH ROTHSCHILD RE: SAME (1.4); ANALYSIS OF FINANCIAL DATA IN CONNECTION WITH SUPPLEMENTAL DECLARATIONS (0.5); COMMUNICATIONS WITH COUNSEL FOR APPALOOSA RE: DISCOVERY REQUESTS (0.8); COORDINATE SCHEDULES OF WITNESSES FOR TRIAL PREPARATION (0.4).
SHIVAKUMAR D	05/04/06	5.20	TELECONFERENCES WITH WORKING GROUP TO DISCUSS WILLIAMS DEPOSITION (0.8); DRAFT PROTECTIVE ORDER GOVERNING SHARING OF DISCOVERY MATERIALS RELATING TO THE 1113/1114 MOTION (0.4); TELECONFERENCE WITH COUNSEL FOR WILMINGTON TRUST TO RESOLVE DISCOVERY REQUEST (0.4); TELECONFERENCES WITH WORKING GROUP TO PREPARE FOR HEARINGS ON THE 1113/1114 MOTION (2.3); ANALYSIS OF UPDATED FINANCIAL DATA IN PREPARATION FOR 1113/1114 HEARINGS (1.3).
SHIVAKUMAR D	05/05/06	1.00	REVIEW GM RESPONSE RE: 1113 (0.2); TELECONFERENCES WITH COUNSEL FOR OBJECTORS TO RESOLVE SERVICE REQUIREMENTS (0.8).
SHIVAKUMAR D	05/06/06	1.30	ASSIST LABOR COUNSEL IN RESPONSE TO IBEW DISCOVERY REQUESTS (1.3).
SHIVAKUMAR D	05/08/06	2.70	COORDINATE RESPONSE TO OUTSTANDING IBEW DISCOVERY REQUESTS (1.9); COORDINATE RESPONSE TO ADDITIONAL APPALOOSA DISCOVERY REQUEST RE: EXCEL SPREADSHEETS (0.8).
SHIVAKUMAR D	05/18/06	0.70	CONFERENCE CALL WITH WORKING GROUP TO DISCUSS DEVELOPMENTS IN THE LABOR LITIGATION (0.7).
		37.80	
Total Counsel		219.70	

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BODEN JR	05/11/06	2.10	RESEARCH RE: EFFECT OF OPEN NEGOTIATIONS IN CONTRACT AND REOPENER CLAUSES ON THE ABILITY TO STRIKE (2.1).
BODEN JR	05/12/06	3.70	DRAFT SUMMARY OF RESEARCH RE: REOPEN ISSUES (0.9); RESEARCH RE: WAYS THAT PARENT AND SUBSIDIARIES ARE VIEWED AS A "SINGLE EMPLOYER" AND ITS IMPLICATIONS (2.5); DISCUSS WITH L. WILSON (0.3).
BODEN JR	05/22/06	9.20	REVIEW COLLECTIVE BARGAINING AGREEMENTS FOR NEGOTIATION PROVISIONS AND CREATE CHART OF TERMS (5.0); RESEARCH RE: 1113 PROPOSALS AND UNION REJECTION OF PROPOSALS FOR GOOD REASON (4.2).
BODEN JR	05/23/06	4.70	REVIEW COLLECTIVE BARGAINING AGREEMENTS FOR NEGOTIATION TERMS (3.5); COMPARE DECLARATIONS OF UNION REPRESENTATIVES WITH DRAFTS RECEIVED EARLIER (1.2).
		19.70	

CAMPANARIO ND	04/28/06	8.10	REVIEW AND EVALUATE UAW'S AND IUE-CWA'S OBJECTIONS TO SECTION 1113/1114 MOTION AND SUPPORTING MATERIALS (8.1).
CAMPANARIO ND	05/01/06	4.10	EDIT DECLARATIONS IN SUPPORT OF SECTION 1113/1114 MOTION (4.1).
CAMPANARIO ND	05/02/06	13.50	EDIT DECLARATIONS IN SUPPORT OF SECTION 1113/1114 MOTION (4.7); COLLECT EXHIBITS FOR SECTION 1113/1114 HEARING AND PREPARE JOINT INDEX OF EXHIBITS (8.8).
CAMPANARIO ND	05/03/06	16.40	PREPARE JOINT EXHIBIT BINDERS FOR SECTION 1113/1114 HEARING (15.0); PREPARE CHART OF OBJECTIONS TO EXHIBITS (1.4).
CAMPANARIO ND	05/04/06	16.20	REVIEW EXHIBITS FOR SECTION 1113/1114 HEARING (12.1); ATTEND MEET AND CONFER RE: SAME (2.5); FORMULATE STRATEGY RE: SAME (1.6).
CAMPANARIO ND	05/05/06	14.20	REVIEW CD-ROM OF COLLECTIVE BARGAINING AGREEMENTS AND OTHER EXHIBITS FOR SECTION 1113/1114 HEARING (9.8); FORMULATE STRATEGY RE: SECTION 1113/1114 MOTION (2.9); REVISE JOINT INDEX OF EXHIBITS (1.5).
CAMPANARIO ND	05/06/06	9.30	PREPARE JOINT EXHIBIT BINDERS FOR SECTION 1113/1114 HEARING (9.3).

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CAMPANARIO ND	05/07/06	12.70	REVISE CHART OF OBJECTIONS TO SECTION 1113/1114 EXHIBITS (1.0); PREPARE LIST OF ATTORNEYS (1.4); COLLECT SUPPLEMENTAL EXHIBITS AND REVISE JOINT INDEX OF EXHIBITS FOR SECTION 1113/1114 HEARING (6.2); REVIEW DESIGNATIONS OF DEPOSITION TESTIMONY RE: SECTION 1113/1114 MOTION (4.1).
CAMPANARIO ND	05/08/06	16.20	PREPARE FOR FIRST DAY OF SECTION 1113/1114 HEARING (13.2); FORMULATE STRATEGY RE: SAME (3.0).
CAMPANARIO ND	05/09/06	14.80	PREPARE FOR FIRST DAY OF SECTION 1113/1114 HEARING (5.8); ATTEND SAME (9.0).
CAMPANARIO ND	05/10/06	12.00	PREPARE FOR SECOND DAY OF SECTION 1113/1114 HEARING (2.3); ATTEND SAME (9.7).
CAMPANARIO ND	05/11/06	8.50	COLLECT SUPPLEMENTAL EXHIBITS FOR SECTION 1113/1114 HEARING AND REVISE JOINT INDEX OF EXHIBITS (8.5).
CAMPANARIO ND	05/12/06	8.40	PREPARE FOR THIRD DAY OF SECTION 1113/1114 HEARING (1.1); ATTEND SAME (7.3).
CAMPANARIO ND	05/18/06	6.10	REVIEW DECLARATIONS FILED BY OBJECTORS IN CONNECTION WITH THE SECTION 1113/1114 MOTION (2.1); FORMULATE STRATEGY RE: SAME (1.0); REVIEW SUPPLEMENTAL EXHIBITS AND REVISE JOINT INDEX OF EXHIBITS (3.0).
CAMPANARIO ND	05/19/06	7.50	REVIEW MATERIALS RELATED TO THE KEY EMPLOYEE COMPENSATION PROGRAM MOTION (7.5).
CAMPANARIO ND	05/22/06	2.40	COLLECT EXHIBITS FOR SECTION 1113/1114 HEARING AND COORDINATE PRODUCTION OF SAME, AND REVISE JOINT INDEX OF EXHIBITS (2.4).
CAMPANARIO ND	05/23/06	9.90	COLLECT EXHIBITS FOR SECTION 1113/1114 HEARING AND COORDINATE PRODUCTION OF SAME, AND REVISE JOINT INDEX OF EXHIBITS (7.7); FORMULATE STRATEGY RE: SECTION 1113/1114 MOTION (2.2).
CAMPANARIO ND	05/24/06	11.40	PREPARE FOR THIRD DAY OF SECTION 1113/1114 HEARING (3.5); ATTEND SAME (7.9).
CAMPANARIO ND	05/25/06	9.80	FORMULATE STRATEGY RE: SECTION 1113/1114 MEETING (0.9); COLLECT EXHIBITS FOR SECTION 1113/1114 HEARING AND COORDINATE PRODUCTION OF SAME, AND REVISE JOINT INDEX OF EXHIBITS (7.8); ANALYZE ARGUMENTS RE: DEBTORS' CORPORATE STRUCTURE (1.1).

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CAMPANARIO ND	05/26/06	10.40	PREPARE FOR FOURTH DAY OF SECTION 1113/1114 HEARING (2.8); ATTEND SAME (7.6).
		211.90	
FERN BM	05/01/06	11.80	STRATEGY TELECONFERENCE RE: SUPPLEMENTAL DECLARATIONS (0.2); BEGAN DRAFTING RESNICK SUPPLEMENTAL DECLARATION (3.7); CONTINUED DRAFTING RESNICK SUPPLEMENTAL DECLARATION (3.2); COMPLETED DRAFT OF RESNICK SUPPLEMENTAL DECLARATION (1.8); LABOR STRATEGY TELECONFERENCE (0.7); EMAILS TO/FROM J. PRITCHETT RE: DEMONSTRATIVES (0.3). REVIEWED AND REVISED RESNICK DECLARATION (1.9).
FERN BM	05/02/06	13.90	REVISED RESNICK DECLARATION (3.1); REVISED DEMONSTRATIVE EXHIBITS (1.3); STRATEGY TELECONFERENCE RE: EXHIBITS (3.9); CREATED ADDITIONAL DEMONSTRATIVES (3.7); REVISED DEMONSTRATIVE EXHIBITS (1.4); REVIEW ISSUES RE: RESNICK DECLARATION (0.5).
FERN BM	05/03/06	11.90	ADDITIONAL REVISIONS TO DEMONSTRATIVE EXHIBITS (1.5); REVIEWED AND REVISED DEMONSTRATIVE EXHIBITS (2.3); STRATEGY SESSION RE: DESIGNATION OF EXHIBITS (1.6); REVISED DEMONSTRATIVES EXHIBIT DECK (0.8); BEGAN PREPARING CROSS EXAMINATION QUESTIONS OR FINANCE WITNESSES (3.9); REVIEWED EXHIBIT BINDER INDEX (0.9); ATTENTION TO ISSUES RE: DOCUMENTS RELIED ON BY RESNICK (0.4); RESOLVE ISSUES IN PREPARATION OF EXHIBIT BINDER (0.5).
FERN BM	05/04/06	13.50	REVIEW DOCUMENTS IN PREPARATION OF JOINT EXHIBIT BINDER (0.3); REVIEWED TRANSCRIPTS IN PREPARATION FOR WILLIAMS DEPOSITION (1.4); REVIEWED WILLIAMS DECLARATION (0.4); PREPARED K. WILLIAMS FOR DEPOSITION (2.5); ATTENDED K. WILLIAMS DEPOSITION (2.2); PREPARE EXHIBITS AND PLEADINGS IN PREPARATION FOR 1113 HEARING (2.9); ADDRESSED ISSUES RE: DOCUMENT PRODUCTION (1.1); DAILY STRATEGY TELECONFERENCE (0.7); DRAFTED PROPOSED CROSS EXAMINATION QUESTIONS FOR FINANCE WITNESSES (0.9); DRAFTED ANALYSIS OF RESNICK' RESPONSE TO LAZARD (1.1).

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FERN BM	05/05/06	11.30	EVALUATE ISSUES IN PREPARATION FOR 1113 HEARING (0.8); PREPARED FOR MOCK TRIAL OF FINANCE WITNESSES (2.1); ATTENDED MOCK TRIAL OF FINANCE WITNESSES (7.1); REVIEWED UCC RESPONSE TO 1113 MOTION (0.4); REVIEWED REPLY AND DECLARATIONS IN SUPPORT OF REPLY (0.9).
FERN BM	05/06/06	1.60	CONTINUE TO REVIEW ISSUES IN PREPARATION FOR 1113 HEARING (1.6).
FERN BM	05/07/06	1.80	REVIEW DOCUMENTS IN PREPARATION FOR 1113 HEARING (1.5); REVIEWED SUMMARY OF MEET AND CONFER (0.3).
FERN BM	05/08/06	14.90	EVALUATE ISSUES RE: DEPOSITION DESIGNATIONS (0.5); REVIEWED DRAFT RESPONSE TO MOTION IN LIMINE (0.3); REVIEWED DOCUMENTS RE: SUPPLEMENTAL EXHIBITS (0.7); REVIEWED NEWLY-FILED PLEADINGS RE: 1113 HEARING (0.6); DRAFTED CHART RE: CONTESTED FACTS (3.1); REVIEWED UAW'S REPLY RE: CREDITOR PARTICIPATION (0.2); REVIEW DOCUMENTS IN PREPARATION FOR 1113 HEARING (3.2); DRAFTED RE-DIRECT SUMMARIES FOR VARIOUS FUTURE WITNESSES (2.9); DRAFTED ADDITIONAL RE-DIRECT SUMMARIES (1.1); COMPILED AND ORGANIZED EXHIBITS FOR HEARING (2.3).
FERN BM	05/09/06	16.50	REVIEWED RUPPERT SUPPLEMENTAL DECLARATION (0.2); ANALYZE EXHIBITS IN PREPARATION FOR 1113 HEARING (5.1); PREPARED FOR 1113 HEARING (2.1); ATTENDED 1113 HEARING (9.1).
FERN BM	05/10/06	11.40	PREPARE FOR DAY TWO OF 1113 HEARING (1.6); ATTEND DAY TWO OF 1113 HEARING (9.2); REVIEW PLEADINGS RE: SALARIED INCENTIVE PLAN (0.6).
FERN BM	05/11/06	10.30	REVIEWED TRANSCRIPTS RE: ANNUAL INCENTIVE PLAN (0.5); REVIEWED SUMMARY CHART RE: EXHIBITS OBJECTIONS (0.6); REVIEWED TRANSCRIPT FROM DAY 1 OF 1113 HEARING (1.7); DRAFTED SUMMARY OF OPENING STATEMENT (3.2); RESEARCH RE: UNION COMPENSATION (1.5); ATTENTION TO ISSUES IN PREPARATION FOR 1113 HEARING (2.8).
FERN BM	05/12/06	8.30	PREPARED FOR 1113 HEARING (1.8); ATTENDED DAY 3 OF 1113 HEARING (6.5).
FERN BM	05/15/06	1.90	FORMULATE STRATEGY IN PREPARATION FOR CONTINUATION OF 1113 HEARING (0.4); REVIEWED MAY 3 UCC PRESENTATION (0.6); REVIEWED SUPPLEMENTAL DECLARATIONS SERVED BY UAW (0.9).

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FERN BM	05/16/06	4.60	REVIEWED VARIOUS AGREEMENTS RE: BENEFIT GUARANTEE AND INDEMNIFICATION (1.3); REVIEWED TRANSCRIPTS RE: STEADY STATE (1.9); ATTENTION TO ISSUES RE: ATTRITION PROGRAM (0.5); REVIEWED ATTRITION PROGRAM DOCUMENTS (0.9).
FERN BM	05/17/06	1.90	REVIEWED TRANSFORMATION UPDATE IN UCC PRESENTATION (0.4); FORMULATE STRATEGY RE: 1113 HEARING (0.3); REVIEWED DOCUMENTS RE: ATTRITION PROGRAM (1.2).
FERN BM	05/18/06	8.50	BEGAN DRAFTING IUE-CWA ATTRITION PROGRAM MOTION (4.3); COMPLETED DRAFT RE: SAME (2.6); DRAFTED PROPOSED ORDER RE: SAME (1.6).
FERN BM	05/19/06	2.70	ATTENTION TO ISSUES RE: WTC'S APPEAL OF ATTRITION ORDER (0.3); REVIEWED AND REVISED IUE ATTRITION MOTION (2.0); REVIEWED DRAFT 10-K RE: ATTRITION PROGRAM (0.4).
FERN BM	05/22/06	1.50	ATTENTION TO ISSUES RE: ADMISSIBILITY OF DESIGNATED EXHIBITS (1.1); REVIEWED CORRESPONDENCE TO THE COURT RE: 1113 MOTION (0.4).
FERN BM	05/24/06	1.10	REVIEWED DOCUMENTS RE: ADMISSIBILITY OF DESIGNATED EXHIBITS (0.5); REVIEWED PLEADINGS RE: 1113 MOTION (0.6).
FERN BM	05/25/06	2.10	RESEARCH RE: ATTRITION PROGRAM (0.6); ATTENTION TO ISSUES RE: BENEFIT GUARANTEES (0.5); RESEARCH RE: 1113 CLAIMS (1.0).
FERN BM	05/26/06	1.60	ATTENTION TO ISSUES RE: 1113 DAMAGES (1.1); REVIEWED NEW BRUNSWICK ATTRITION PROGRAM (0.5).
		153.10	
GUZZARDO J	05/02/06	3.70	DOCUMENT REVIEW AND PRODUCTION COORDINATION RE: APPALOOSA DISCOVERY (3.7).
GUZZARDO J	05/03/06	8.10	DOCUMENT REVIEW AND DISCOVERY COORDINATION REGARDING WILMINGTON AND APPALOOSA DISCOVERY ISSUES (8.1).
GUZZARDO J	05/04/06	8.80	CONTINUED DOCUMENT REVIEW AND PRODUCTION COORDINATION FOR 1113 MOTION HEARING (8.8).
GUZZARDO J	05/05/06	7.40	CONTINUED DOCUMENT REVIEW AND DISCOVERY COORDINATION OF 1113 MOTION HEARING DOCUMENTS (7.4).

28.00

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HERRIOTT AV	05/02/06	1.60	ASSIST WITH COMPILING DOCUMENTS FOR 1113/1114 DOCUMENT PRODUCTION (0.7); REVIEW AND REVISE CERTAIN 1113/1114 EXHIBITS (0.9).
HERRIOTT AV	05/03/06	0.50	CONTINUE REVIEWING AND REVISING 1113 EXHIBITS (0.3); FOLLOW UP ON 1113 DOCUMENT REQUEST (0.2).
HERRIOTT AV	05/04/06	4.70	GATHER DOCUMENTS PER 1113 DISCOVERY REQUEST (3.0); REVIEW 1113 EXHIBIT (0.2); REVIEW AND RESPOND TO 1113 CORRESPONDENCE (0.5); ASSEMBLE HOURLY ATTRITION PROGRAM SERVICE PARTIES FOR CIRCULATION OF ORDER (1.0).
HERRIOTT AV	05/05/06	0.80	REVIEW APPALOOSA OBJECTION TO HOURLY ATTRITION PLAN ORDER (0.6); GATHER FINANCIAL INFORMATION IN RESPONSE TO 1113 ISSUES (0.2).
HERRIOTT AV	05/08/06	1.00	RESPOND TO 1113 DISCOVERY REQUEST (0.5); REVIEW APPALOOSA 1113 RESPONSE (0.2); REVIEW AND COMPARE FILED HOURLY ATTRITION PLAN ORDER (0.3).
HERRIOTT AV	05/10/06	0.40	RESPOND TO QUESTION RE: HOURLY ATTRITION PLAN (0.4).
HERRIOTT AV	05/12/06	0.90	REVIEW AND COMPARE AMENDED HOURLY ATTRITION PLAN ORDER (0.2); REVIEW 1113 HEARING TRANSCRIPT (0.7).
HERRIOTT AV	05/13/06	1.60	REVIEW AND MARK CHANGES MADE TO AMENDED HOURLY ATTRITION PROGRAMS ORDER (1.6).
HERRIOTT AV	05/15/06	0.30	REVIEW HOURLY ATTRITION PLAN ORDER SERVICE (0.1); RESPOND TO ISSUE RE: 1113 MATTERS (0.2).
HERRIOTT AV	05/16/06	4.30	REVIEW AND MARK UP POTENTIAL TERM SHEET FOR HOURLY ATTRITION PROGRAM WITH SECOND UNION (2.5); REVIEW EXISTING GM OBLIGATIONS TO ENSURE THAT PROPOSED PROGRAM DOES NOT EXPAND ON THESE OBLIGATIONS (1.8).
HERRIOTT AV	05/22/06	0.30	REVIEW 1113 OBJECTION TO EXHIBITS (0.3).
HERRIOTT AV	05/31/06	0.20	REVIEW WILMINGTON TRUST HOURLY ATTRITION PLAN APPEAL (0.2).
		16.60	
JJINGO MJ*	05/05/06	6.90	RESEARCH GENERAL ISSUES IN PREPARATION FOR 1113/1114 HEARING (6.9).
JJINGO MJ*	05/06/06	1.50	CONTINUE TO RESEARCH 1113 AND 1114 ISSUES (1.5).

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JJINGO MJ*	05/08/06	5.80	REVIEW MATERIALS IN PREPARATION FOR 1113 AND 1114 HEARING (5.2); REVIEW BENCH MEMORANDUM (0.6).
JJINGO MJ*	05/29/06	1.30	STRATEGIZE RE: 1113/1114 HEARINGS (1.3).
		15.50	
MACDONALD N	05/02/06	18.50	REVIEW DRAFT DECLARATIONS AND COMMENT ON SAME (3.2); REVIEW PLEADINGS AND DOCUMENTS RELATED TO 1113 HEARING (4.3); TELECONFERENCE WITH CO-COUNSEL ABOUT TRIAL EXHIBITS AND RELATED MATTERS (4.1); BEGIN DRAFT OF DESIGNATED EXHIBITS AND REVIEW DOCUMENTS RELATED TO SAME (6.9).
MACDONALD N	05/03/06	17.30	CONTINUE DRAFT OF DEBTORS' DESIGNATED EXHIBITS AND REVIEW OF DOCUMENTS RELATED TO SAME (5.2); TELECONFERENCE WITH CO-COUNSEL RE: PROPOSED HEARING EXHIBITS (1.9); BEGIN PREPARATION OF EXHIBIT BINDERS (10.2).
MACDONALD N	05/04/06	18.20	CONTINUE PREPARATION OF HEARING EXHIBITS, BINDERS AND RELATED DOCUMENTS (13.6); ATTEND MEET AND CONFER WITH OPPOSING COUNSEL (3.7); TELECONFERENCE WITH CO-COUNSEL RE: CASE STATUS (0.9).
MACDONALD N	05/05/06	16.10	CONTINUE FINAL PREPARATION OF HEARING EXHIBIT BINDERS (10.4); TELECONFERENCES WITH CO-COUNSEL RE: MATTERS RELATED TO COURTROOM EXHIBITS AND DOCUMENTS (1.7); LEGAL RESEARCH ON MATTERS RELATED TO DISPLAYS AND EXHIBITS (1.4); REVIEW DRAFT OF PROPOSED MEET AND CONFER REPORT AND DOCUMENTS RELATED TO SAME (1.1); REVIEW DEPOSITION TRANSCRIPTS (1.5).
MACDONALD N	05/06/06	11.30	CONTINUE LEGAL RESEARCH ON MATTERS RELATED TO DISPLAYS SUMMARIES AND OTHER EXHIBITS; EVIDENCE ADMISSIBILITY STANDARDS AND PROCEDURES IN BENCH TRIALS (11.3).
MACDONALD N	05/07/06	10.90	BEGIN DRAFT OF RESPONSE TO MOTION IN LIMINE TO EXCLUDE DEBTORS' DEMONSTRATIVE TRIAL EXHIBITS AND SUMMARIES (10.9).

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MACDONALD N	05/08/06	17.80	CONTINUE DRAFT OF RESPONSE TO MOTION IN LIMINE TO EXCLUDE DEMONSTRATIVE EVIDENCE (4.4); MEET WITH CO-COUNSEL RE: MATTERS RELATED TO CASE STATUS AND HEARING STRATEGY (3.1); CONTINUE REVIEW OF DECLARATION EXHIBITS (4.6); LEGAL RESEARCH RE: OBJECTIONS TO DEBTORS' EXHIBITS (2.4); BEGIN DRAFT OF RESPONSE CHART TO OBJECTIONS TO DEBTORS' EXHIBITS AND LEGAL RESEARCH RELATED TO SAME (3.3).
MACDONALD N	05/09/06	19.30	CONTINUE DRAFT OF RESPONSE CHART TO OBJECTIONS TO DEBTORS' EXHIBITS AND LEGAL RESEARCH RELATED TO SAME (2.2); BEGIN FINAL PREPARATION OF ALL EXHIBIT, DEPOSITION AND SUPPLEMENTAL BINDERS (5.7); ATTEND HEARING (11.4).
MACDONALD N	05/10/06	13.30	REVIEW DOCUMENTS AND EXHIBITS IN PREPARATION FOR HEARING (1.6); ATTEND 1113 HEARING (11.7).
MACDONALD N	05/11/06	8.20	BEGIN REVIEW OF PARTIES' EXHIBIT LIST AND OBJECTIONS LIST AND DOCUMENTS RELATED TO SAME (2.1); BEGIN DRAFT OF COURT CHART FOR SAME (6.1).
MACDONALD N	05/12/06	11.10	PREPARE DOCUMENTS, EXHIBITS AND CHARTS FOR HEARING (1.6); ATTEND HEARING (9.5).
MACDONALD N	05/15/06	2.10	CASE STATUS TELECONFERENCE WITH CO-COUNSEL (0.7); REVIEW NEWLY-FILED DECLARATIONS (1.4).
MACDONALD N	05/16/06	2.30	REVIEW HEARING TRANSCRIPTS (2.3).
MACDONALD N	05/17/06	1.70	CONTINUE REVIEW OF HEARING TRANSCRIPTS (1.7).
MACDONALD N	05/18/06	4.40	CONTINUE REVIEW OF HEARING TRANSCRIPTS (1.6); ATTEND CO-COUNSEL CASE STATUS TELECONFERENCE (0.7); UPDATE TRIAL EXHIBITS OBJECTIONS CHART AND REVIEW DOCUMENTS RELATED TO SAME (1.2); LEGAL RESEARCH RELATED TO SAME (0.9).
MACDONALD N	05/19/06	6.30	CONTINUE REVIEW OF DOCUMENTS AND TRIAL EXHIBITS (6.3).
MACDONALD N	05/23/06	7.30	CONTINUE REVISION OF TRIAL EXHIBIT OBJECTION CHART INCLUDING DOCUMENT REVIEW RELATED TO SAME (2.7); LEGAL RESEARCH ON ADMISSIBILITY OF AND FOUNDATION FOR BUSINESS RECORDS (4.6).
MACDONALD N	05/24/06	13.50	REVIEW DECLARATIONS IN PREPARATION FOR HEARING (2.2); ATTEND HEARING (11.3).

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MACDONALD N	05/30/06	4.40	REVIEW HEARING TRANSCRIPTS AND UPDATE TRIAL EXHIBIT USAGE AND OBJECTION CHARTS (3.3); REVIEW DOCUMENTS (1.1).
MACDONALD N	05/31/06	10.20	CONTINUE REVIEW OF HEARING TRANSCRIPTS AND UPDATE OF TRIAL EXHIBIT USAGE AND OBJECTION CHARTS (10.2).
		214.20	
MEISLER RE	05/02/06	1.00	CONTINUE WORKING ON UAW ATTRITION PLAN ORDER (1.0).
MEISLER RE	05/03/06	2.20	CONFERENCE WITH J. BUTLER RE: UAW ATTRITION PLAN (0.2); REVIEW AND REVISE ORDER (0.5); DRAFTED CORRESPONDENCE TO OBJECTING AND SUPPORTING PARTIES RE: CHANGES TO ORDER (0.3); TELECONFERENCE WITH M. SEIDER RE: SAME (0.1); REVIEW CURRENT ACCEPTANCE RATE OF ATTRITION PLAN AND ANALYZE RE: SAME (0.3); REVIEW APPALOOSA COMMENTS TO ATTRITION PLAN ORDER (0.2); REVIEW UAW MOTION TO LIMIT PARTICIPATION IN 1113 HEARINGS (0.3); REVIEW INDEX OF 1113 EXHIBITS (0.3).
MEISLER RE	05/04/06	4.10	TELECONFERENCES WITH E. FOX RE: UAW ATTRITION PLAN ORDER (0.2, 0.1, 0.1, 0.1); CONTINUE REVIEWING OBJECTING PARTY COMMENTS RE: SAME AND WORKED TO RESOLVE SAME (1.5); TELECONFERENCE WITH M. KESSLER RE: SAME (0.1); DRAFTED CORRESPONDENCE TO E. FOX RE: SAME (0.2); DRAFTED CORRESPONDENCE TO CHAMBERS RE: SUBMISSION OF DEBTORS' PROPOSED UAW ATTRITION PLAN ORDER (1.3); FOLLOW UP RE: SAME (0.5).
MEISLER RE	05/05/06	0.90	CONFERENCE WITH G. PANAGAKIS RE: MILLSTEIN REPORT (0.6); FOLLOW UP RE: SAME (0.3).
MEISLER RE	05/06/06	4.50	CONTINUED ANALYSIS OF MILLSTEIN REPORT (4.0); DRAFTED INTERNAL CORRESPONDENCE RE: SAME (0.5).
MEISLER RE	05/08/06	2.10	REVIEW STATUS OF ATTRITION PLAN (0.3); TELECONFERENCE WITH H. BAER RE: STATUS OF 1113 LITIGATION (0.3); REVIEW ORDER ENTERED RE: UAW ATTRITION PLAN (1.0); CONTINUED ATTENTION TO MILLSTEIN REPORT (0.5).
MEISLER RE	05/09/06	0.40	CONTINUED ANALYSIS OF ORDER ENTERED RE: UAW ATTRITION PLAN (0.4).
MEISLER RE	05/10/06	1.00	REVIEW COMMUNICATIONS RE: LABOR (1.0).

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MEISLER RE	05/12/06	1.60	REVIEW AND ANALYZE M. KESSLER CORRESPONDENCE RE: UAW ATTRITION PLAN ORDER (0.4); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2); TELECONFERENCE WITH M. KESSLER RE: SAME (0.1); CONTINUED ATTENTION TO SAME (0.3); REVIEW AMENDED ATTRITION PLAN ORDER (0.3); DRAFTED INTERNAL CORRESPONDENCE RE: SAME (0.3).
MEISLER RE	05/15/06	0.30	REVIEW STATUS OF 1113 HEARING AND PARALLEL NEGOTIATIONS (0.3).
MEISLER RE	05/16/06	0.50	TELECONFERENCE WITH B. SAX RE: ATTRITION PLAN INQUIRY (0.2); ATTENTION TO SAME (0.3).
MEISLER RE	05/18/06	0.20	REVIEW NOTICE OF APPEAL RE: UAW SPECIAL ATTRITION PLAN (0.1); REVIEW PRIOR CORRESPONDENCE WITH E. FOX RE: SAME (0.1).

18.80

POLISENO SU	05/01/06	6.70	REVIEW REPLY MOTION IN PREPARATION FOR FILING (6.7).
POLISENO SU	05/02/06	0.20	CONTINUE REVIEWING MATERIALS FOR DOCUMENT PRODUCTION (0.2).
		6.90	

REESE RG	05/01/06	2.50	REVISE AND ADDRESS ISSUES RELATED TO HOURLY ATTRITION PROGRAMS ORDER (2.5).
REESE RG	05/02/06	3.60	REVIEW AND RESPOND TO ISSUES AND INQUIRIES RE: HOURLY ATTRITION PROGRAM ORDER (2.9); REVISE SAME (0.7).
REESE RG	05/03/06	3.90	ATTENTION TO VARIOUS ISSUES RE: HOURLY ATTRITION PROGRAMS ORDER (3.9).
REESE RG	05/06/06	1.80	RESPOND TO ISSUES RE: 1113/1114 DISCOVERY (1.8).
REESE RG	05/07/06	0.30	RESPOND TO ISSUES RE: 1113/1114 DISCOVERY (0.3).
REESE RG	05/08/06	0.50	REVIEW ENTERED HOURLY ATTRITION PROGRAMS ORDER (0.5).
REESE RG	05/09/06	0.80	RESPOND TO INQUIRIES RE: 1113/1114 DISCOVERY ISSUES (0.8).
REESE RG	05/16/06	2.00	REVIEW AND REVISE DRAFT ATTRITION PLAN TERM SHEET WITH LABOR UNION (2.0).

15.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	05/01/06	0.60	SCHEDULING TELECONFERENCE WITH CHAMBERS RE: APPALOOSA DISCOVERY (0.6) .
STUART NL	05/02/06	0.40	LABOR STRATEGY TELECONFERENCE (0.4) .
STUART NL	05/04/06	6.90	LABOR STRATEGY TELECONFERENCE (0.7) ; REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO APPALOOSA DOCUMENT REQUEST (6.2) .
STUART NL	05/05/06	3.60	REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO APPALOOSA REQUEST (3.6) .
STUART NL	05/18/06	0.70	STRATEGY TELECONFERENCE (0.7) .
STUART NL	05/22/06	1.10	LABOR STRATEGY TELECONFERENCE (1.1) .
		13.30	
TOUSSI S	05/03/06	5.20	RESEARCH ISSUES RE RESPONSE TO 1113/1114 MOTIONS (1.2) ; EDIT AND REVISE RESPONSE TO MOTION TO EXCLUDE PARTIES FROM HEARING (2.5) ; REVIEW FILINGS AND PAPERS RE 1113/1114 (0.5) ; ADDRESS ISSUES RE DEBTOR'S RESPONSE TO 1113/1114 PAPERS (1.0) .
TOUSSI S	05/04/06	2.50	FOLLOW UP ON RESPONSES TO UNIONS ON 1113 (1.0) ; AND MOTION TO EXCLUDE CERTAIN THIRD PARTIES (1.5) .
TOUSSI S	05/05/06	1.50	REVIEW FILINGS RE 1113 AND 1114 MOTION AND RESPONSES (1.5) .
TOUSSI S	05/12/06	2.20	ADDRESS ISSUES RE HEARING ON 1113/1114 MOTION AND UPCOMING HEARINGS (1.2) ; REVIEW TRANSCRIPTS OF VARIOUS DEPOSITIONS (1.0) .
TOUSSI S	05/18/06	1.90	REVIEW TRANSCRIPTS FROM 1113 AND 1114 HEARINGS (1.5) AND RELATED FILINGS (0.4) .
TOUSSI S	05/25/06	1.00	REVIEW TRANSCRIPTS FROM 1113 AND 1114 HEARING (1.0) .
		14.30	
VANLONKHUYZEN CE	05/04/06	4.50	REVIEW AND ANALYZE DOCUMENTS FOR PRIVILEGE AND RESPONSIVENESS TO APPALOOSA'S DOCUMENT REQUEST (4.5) .
		4.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	05/01/06	13.10	REVISE DRAFT REPLY BRIEF (3.3); DISCUSS COMMENTS TO BRIEF WITH OMM(0.8); REVIEW AND REVISE DRAFT DECLARATIONS(4.2); CONFERENCE WITH OMM ET AL ON SAME(0.8); REVISE AND UPDATE MEET AND CONFER AND CIRCULATE SAME (1.2); UPDATE OBJECTION SUMMARY CHART WITH COMMENTS (0.8); PULL TOGETHER BACKGROUND INFORMATION FOR BERKE AND BRIEF SAME (1.2); REVIEW MATERIALS FOR EXPERT REBUTTAL (0.8).
WILSON LD	05/02/06	14.40	REVIEW POTENTIAL EXHIBIT MATERIALS (1.4); CONFERENCE OMM ON SAME (0.7); REVIEW EXPERT REPORTS (0.8); LOCATE AND REVIEW RELIANCE MATERIALS (1.2); REVIEW AND COMMENT ON DEMONSTRATIVES (0.8); PARTICIPATE ON STRATEGY AND EXHIBIT TELECONFERENCE (0.8); CONFER ON IUOE STIP ISSUE (0.4); REVIEW ISSUES WITH OMM ON CONFIDENTIALITY (0.5); REVIEW IUE PRODUCTION MATERIALS (0.8); LOCATE AND REVIEW ADDITIONAL MATERIALS FOR TRAIL EXHIBITS(2.4); COORDINATE ON UPDATING TRIAL BINDERS (0.6); CONFERENCE WITH OMM ON DISCOVERY OBJECTIONS (0.4); RESEARCH ISSUES RAISED BY SAME (1.6).
WILSON LD	05/03/06	12.10	LOCATE AND REVIEW MATERIALS FOR USE AT HEARING (4.6); ASSIST IN PREPARATION OF TRIAL EXHIBIT BINDERS (3.4); COORDINATE REVISION OF DEMONSTRATIVES (0.8); COORDINATE AND ASSIST IN RELIANCE MATERIAL PRODUCTION (0.8); REVISE AND CIRCULATE FINAL MEET AND CONFER (1.3); REVIEW ISSUES RAISED ON SAME (0.4); COORDINATE WITH UNIONS ON PRE- MEETING (0.4); CONFER ON TRIAL ISSUES WITH FURFARO ET AL (0.4).
WILSON LD	05/04/06	14.30	PREPARE FOR MEET AND CONFER WITH 1113 OBJECTORS (1.8); PARTICIPATE IN MEET AND CONFER (2.2); REVIEW AND UPDATE JOINT EXHIBITS AND INDEX (0.8); COORDINATE WITH FTI ON VIRTUAL DATA ROOM INFORMATION (0.7); REVIEW CBAS FOR INCLUSION IN BINDER LIST (1.7); GATHER DOCUMENTS AND DETAILS WITH RESPECT TO UAW REQUEST (1.2); COORDINATE ON DEPO WITH OMM (1.8); REVIEW EXPERT RELIANCE MATERIALS (1.2); COORDINATE DELIVERY OF BINDERS TO OBJECTORS (0.4); WORKING GROUP TELECONFERENCE (0.7); COORDINATE CREATION OF BINDERS FOR HEARING. (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	05/05/06	10.60	LOCATE AND REVIEW MATERIALS FOR USE AT HEARING (3.2); UPDATE TRAIL BINDERS (1.7); TELECONFERENCE ON DEPO DESIGNATION ISSUES (0.4); DRAFT AND CIRCULATE OBJECTIONS TO EXHIBIT DESIGNATIONS (0.8); REVIEW DEPO DESIGNATIONS (1.5); RESOLVE DEPO DESIGNATION ISSUES WITH APPALOOSA (0.8); REVIEW AND DRAFT OUTLINE OF NOTES FROM MEET AND CONFER (1.1); REVIEW ADDITIONAL MATERIALS REC'D FROM OBJECTORS (1.2).
WILSON LD	05/06/06	3.70	DRAFT SUMMARY FROM 1113 MEET AND CONFER (2.2); CONFER OMM ON DEPO DIGESTS (0.4); REVIEW DEPO DIGESTS (1.1).
WILSON LD	05/07/06	10.80	REVIEW AND ORGANIZE WITNESS MATERIALS IN PREP FOR 1113 HEARING (5.8); REVIEW EXHIBIT MATERIALS AND UPDATE BINDERS (3.4); REVIEW DEPOSITION DESIGNATIONS (1.6).
WILSON LD	05/08/06	13.20	REVIEW DEPO DESIGNATIONS (1.3); COORDINATE PREP OF SAME FOR HEARING (0.7); REVIEW AND UPDATE EXHIBIT MATERIALS IN TRIAL BINDERS (4.8); ORGANIZE MATERIALS FOR WITNESS PREPARATION (3.4); COORDINATE PREP OF BINDERS AND CHARTS FOR SAME (0.8); REVIEW SUPPLEMENTAL INDEX OF MATERIALS FOR BINDERS (0.4); COORDINATE ON APPALOOSA REQUEST (0.6); REVIEW SUPPLEMENTAL UNION MATERIALS FOR BINDERS (1.2).
WILSON LD	05/09/06	9.80	REVIEW MATERIALS IN PREP FOR HEARING (0.5); PARTICIPATE IN PRE-HEARING MEETING (0.5); PARTICIPATE IN HEARING PROCEEDINGS (8.4); REVIEW APPALOOSA SUBMISSIONS (0.4).
WILSON LD	05/10/06	9.60	REVIEW MATERIALS IN PREP FOR HEARING (0.8); ATTEND HEARING AND ASSIST TRIAL COUNSEL WITH SAME (8.8).
WILSON LD	05/11/06	12.20	RESEARCH ISSUES RAISED IN PRIOR DAYS HEARING (3.8); REVIEW TRANSCRIPTS FOR REBUTTAL ISSUES (1.6); REVIEW EXPERT MATERIALS FOR ISSUES RAISED IN HEARING (1.4); DRAFT SUMMARY ON VIEWS (0.4); COORDINATE PREPARATIONS FOR HEARING AND END OF SESSION (0.7); UPDATE CHART SUMMARIZING EXHIBIT STATUS AND CONFER MACDONALD ON SAME (1.2); REVIEW SUPPLEMENTAL EXHIBITS SUBMITTED BY OBJECTORS (0.4); PULL IUE MATERIALS PER BERKE REQUEST (0.4); RESEARCH AND PREPARE SUMMARY ON SINGLE EMPLOYER ISSUE (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	05/12/06	9.20	REVIEW MATERIALS IN PREPARATION FOR TRIAL (0.7); ATTEND HEARINGS ON 1113/1114 MOTION TO ASSIST TRIAL COUNSEL WITH SAME (7.8); CONFER BODEN ON RESEARCH NEEDED (0.4); REVIEW SUMMARY AND CASES FROM SAME (0.3).
WILSON LD	05/15/06	3.50	REVIEW HEARING TRANSCRIPTS (1.4); REVIEW MATERIALS SUBMITTED BY UNION OBJECTS (1.4); REVIEW SUMMARY MATERIALS PREPARED ON WITNESSES (0.7).
WILSON LD	05/16/06	4.10	REVIEW AND UPDATE TRIAL TRANSCRIPT NOTES (1.4); REVIEW AND COORDINATE OF DEPO DESIGNATIONS (2.7).
WILSON LD	05/17/06	2.70	CONTACT CLIENT ON NEGOTIATION ISSUE (0.4); CONFER J. FURFARO ON CONFERENCE CALL (0.7); COORDINATE AND REVIEW DEPO DESIGNATIONS (0.8); COORDINATE AND RESOLVE TRANSCRIPT ISSUES (0.8).
WILSON LD	05/18/06	7.30	PREPARE FOR LABOR STRATEGY TELECONFERENCE (1.2); DRAFT SUMMARY OVERVIEW OF STATUS OF ASSORTED HEARING ISSUES (2.2); CONFER WITH J. FURFARO ON ADDITIONAL OBJECTIONS AND REVIEW SAME (0.4); PARTICIPATE ON LABOR TELECONFERENCE (0.7); REVIEW AND UPDATE EXHIBIT MATERIALS (1.2); REVIEW AND GATHER CONF AGREEMENTS RELATED TO LABOR ISSUES (0.8); RESEARCH ISSUES FROM LABOR TELECONFERENCE (0.8).
WILSON LD	05/19/06	4.10	PARTICIPATE ON SENIOR STRATEGY TELECONFERENCE (1.0); RESEARCH ISSUES RELATING TO PREP AND HEARING CONTINUATION (2.3); REVIEW EXHIBIT OBJECTION CHART AND EXHIBITS REFLECTED IN SAME (0.8).
WILSON LD	05/20/06	1.00	TELECONFERENCE ON PREP ISSUES WITH ATTORNEYS CONDUCTING 1113 CASE (1.0).
WILSON LD	05/22/06	11.80	CONFERENCE ON ISSUES FOR PREP WITH BERKE AND FURFARO (0.8); REVIEW DRAFT ORDER ON PARTICIPATION OF UCC ET AL (0.4); MEETING WITH OMM ON ISSUES FOR PREP (1.2); RESEARCH LEGAL ISSUES RELATIVE TO MOTION (3.3); PREP EXHIBITS FOR HEARING RESUMPTION (0.8); TELECONFERENCE ON UPDATE WITH NEGOTIATIONS (0.8); REVIEW NEW PRECEDENT ON 1113 (0.5); CONDUCT REVIEW OF CBAS PER BERKE AND FURFARO REQUEST (4.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	05/23/06	12.60	MEET WITH WORKING GROUP TO DISCUSS HEARING PREP (1.2); REVIEW DECLARATIONS (2.3); REVISE DECLARATIONS (0.8); PREPARE AND ORGANIZE MATERIALS FOR WITNESS PREP (1.8); REVIEW OBJECTIONS AND MENTAL EXHIBITS AND COORDINATE UPDATE OF BINDERS (3.3); REVIEW HEARING TRANSCRIPTS (0.8).
WILSON LD	05/24/06	8.80	PARTICIPATE IN PRE-HEARING CONFERENCE (0.5); ATTEND 1113 HEARING (8.3).
WILSON LD	05/25/06	12.50	COORDINATE TRANSCRIPT FROM HEARING (0.4); RESEARCH LEGAL ISSUES RELATING TO 1113 NEGOTIATION (3.1); CONFER BODEN ON SAME (0.3); REVIEW DOCUMENTS AND ASSIST IN UPDATING INDEX OF EXHIBITS (1.4); ASSIST CLIENT WITH NEGOTIATION ARRANGEMENTS AND SUPPORT (0.4); PARTICIPATE IN STATUS UPDATE TELECONFERENCE (0.7); REVIEW TRANSCRIPTS (1.5); REVIEW CBA PROVISIONS FOR HEARING ISSUE (1.4); PREPARE FOR NEXT DAY'S HEARING (3.3).
WILSON LD	05/26/06	8.40	PREP FOR HEARING (0.7); ATTEND HEARING (7.7).
WILSON LD	05/30/06	3.40	CONFER ON WITNESS ORDER PER APPALOOSA INQUIRY (0.4); COORDINATE ON LIVENOTE PROJECT AND LATEST TRANSCRIPTS (1.2); REVIEW UPDATES AND CASE COVERAGE (0.4); REVIEW SUMMARIES RELATED TO HEARING (1.4).
WILSON LD	05/31/06	3.90	REVIEW TRANSCRIPTS FROM HEARING (1.2); PREPARE FOR WITNESS PREP (1.3); REVIEW EXHIBIT ADMISSION ISSUES (0.8); CONFER HASSEL ON PENSION ISSUE (0.2); REVIEW MEMO PREPARED BY SAME (0.4).
		217.10	
ZALTZMAN H	05/02/06	3.50	DRAFT RESPONSE IN SUPPORT OF UAW EXCLUSION MOTION (3.5).
ZALTZMAN H	05/03/06	1.40	RESEARCH CASE LAW RE: RESPONSE TO UAW MOTION (1.4).
ZALTZMAN H	05/05/06	4.20	REVIEW/EDIT/DRAFT RESPONSE TO UAW MOTION TO EXCLUDE PARTIES FROM 1113/1114 HEARING (4.2).
ZALTZMAN H	05/08/06	2.10	RETRIEVE CASES FOR UAW RESPONSE (0.1) REVIEW/PREPARE FOR 1113/1114 HEARING TOMORROW (2.0).
		11.20	
Total Associate/Law Clerk		960.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	05/11/06	1.20	TELECONFERENCE WITH VARIOUS CREDITORS RE: 1113/1114 HEARING (0.6); TELECONFERENCE WITH VARIOUS CREDITORS RE: 1113/1114 HEARING (0.6).
DEMMA J	05/31/06	3.40	PREPARE DOCUMENTS FOR ATTORNEY REVIEW (2.3); PREPARE INDEX OF EXHIBITS RE: 1113/1114 (1.1).
		4.60	
DONNELLY NP	05/01/06	7.20	ASSEMBLE COURT/MOTION PAPERS FOR 5/1/2006 REPLY BRIEF FILING (7.2).
DONNELLY NP	05/02/06	6.80	ASSEMBLE FOR ATTORNEY REVIEW THE INDEX OF VARIOUS LABOR AGREEMENTS AND DOCUMENTS PRODUCED TO UNIONS (3.3); PREPARE ASSIST ATTORNEYS WITH ORGANIZATION OF FILES AND MATERIALS FOR DISTRIBUTION IN PREPARATION FOR 5/2/06 CONFERENCE CALL (3.5).
DONNELLY NP	05/03/06	7.20	ASSEMBLE FOR ATTORNEY REVIEW THE INVIOLATE PLEADINGS, EXPERT REPORTS, AND DECLARATION FOLDERS FOR WITNESS PREP (4.8); ASSEMBLE FOR ATTORNEY REVIEW THE REVISED SERVICE LIST FOR UNIONS' COUNSEL (0.5); ASSEMBLE FOR ATTORNEY REVIEW THE REVISED INDEX OF COLLECTIVE BARGAINING AGREEMENTS (1.2); ASSEMBLE FOR ATTORNEY REVIEW THE WITNESS PREPARATION BINDERS (0.7).
DONNELLY NP	05/04/06	11.70	ASSEMBLE FOR ATTORNEY REVIEW THE REVISE AND UPDATE WITNESS PREPARATION BINDERS (2.5); ASSIST WITH TRIAL PREPARATION (2.5); REVIEW/REVISE MEET AND CONFER REPORT (1.5); ASSEMBLE FOR ATTORNEY REVIEW THE TRIAL EXHIBIT BINDERS (4.5); ASSEMBLE FOR ATTORNEY REVIEW THE EXCERPTS OF EXHIBIT BINDERS TO BE SENT TO M. ROBBINS (0.7).
DONNELLY NP	05/05/06	6.50	ASSIST WITH TRIAL PREPARATION (3.0); ASSEMBLE FOR ATTORNEY REVIEW THE REQUESTED BOOKS ON U.S. GOVERNMENT LABOR DATA FROM SKADDEN LIBRARY (1.5); ASSEMBLE FOR ATTORNEY REVIEW THE MASTER WITNESS CHART (2.0).
DONNELLY NP	05/06/06	2.80	ASSEMBLE FOR ATTORNEY REVIEW THE TRANSCRIPTS OF UNION DEONANTS TO BE DESIGNATED (2.0); ASSEMBLE FOR ATTORNEY REVIEW VARIOUS UNION DECLARATIONS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DONNELLY NP	05/07/06	10.70	ASSEMBLE FOR ATTORNEY REVIEW THE DELPHI PREP BINDERS (5.0); ASSIST WITH HEARING PREPARATION RE: WITNESS PREPARATION FOR DELPHI SECTION 1113/1114 HEARING (3.5); ASSEMBLE FOR ATTORNEY REVIEW THE HEARING EXHIBIT BINDERS (2.2).
DONNELLY NP	05/08/06	14.30	REVIEW/REVISE LOUIS WILSON'S MASTER CHART OF UNION OBJECTIONS/DECLARATIONS/WITNESSES (2.5); REVIEW/REVISE TRIAL EXHIBIT BINDERS (INCLUDING FIRST SUPPLEMENTAL AND CONFIDENTIAL VOLUMES) (2.0); ASSEMBLE FOR ATTORNEY REVIEW THE CD OF REVISED IUE-CWA LOCAL AGREEMENTS TO BE ADDED TO EXHIBIT LIST (2.0); DIGEST DEPOSITION OF ALL UNION DEONANTS, WHERE TRANSCRIPTS WERE AVAILABLE (3.6); ASSEMBLE FOR ATTORNEY REVIEW THE DOCUMENTS RE: UAL 1113 MOTION/PENSIONS & 1113 COMPENDIUM (1.5); ASSEMBLE FOR ATTORNEY REVIEW THE IUE OBJECTIONS WITH EXHIBITS (1.5); COMMUNICATE WITH ATTORNEYS RE: HEARING LOGISTICS (1.2).
DONNELLY NP	05/09/06	5.50	ASSIST WITH HEARING PREPARATION RE: DELPHI SECTION 1113/1114 HEARING (4.0); ASSEMBLE FOR ATTORNEY REVIEW THE DEMONSTRATIVE EXHIBIT OBJECTIONS CHART (1.5).
DONNELLY NP	05/10/06	3.50	ASSIST WITH HEARING PREPARATION RE: DELPHI SECTION 1113/1114 HEARING (3.5).
DONNELLY NP	05/11/06	7.60	ASSEMBLE BINDERS OF SUPPLEMENTAL EXHIBITS TO BE USED AT SECTION 1113/1114 HEARING (4.5); ASSEMBLE BINDERS OF CONFIDENTIAL EXHIBITS TO BE USED AT SECTION 1113/1114 HEARING (2.5); ASSEMBLE FOR ATTORNEY REVIEW THE REVISED INDEX OF JOINT EXHIBITS (0.6).
DONNELLY NP	05/12/06	5.50	ASSIST WITH HEARING PREPARATION RE: DELPHI SECTION 1113/1114 HEARING (4.0); ASSEMBLE FOR ATTORNEY REVIEW THE TRANSCRIPTS OF MORNING AND AFTERNOON SESSIONS OF 5/12 HEARING (1.5).
DONNELLY NP	05/15/06	3.30	ASSEMBLE FOR ATTORNEY REVIEW THE FLAGGED SECTIONS OF UAW 2003 CONTRACT BINDERS (1.2); ASSEMBLE FOR ATTORNEY REVIEW THE REVISED JOINT EXHIBIT BINDERS (0.8); PREPARE EXHIBITS (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DONNELLY NP	05/16/06	2.00	ASSEMBLE FOR ATTORNEY REVIEW THE SWITCH OUT VARIOUS DELPHI AMENDED/REVISED EXHIBITS IN JOINT EXHIBIT BINDERS (1.5); ASSEMBLE FOR ATTORNEY REVIEW OF GERLING EXHIBITS (0.5).
DONNELLY NP	05/18/06	7.40	ASSEMBLE FOR ATTORNEY REVIEW THE SECTION 1113/1114 HEARING TRANSCRIPTS (1.4); ASSEMBLE FOR ATTORNEY REVIEW THE DEPOSITION TRANSCRIPTS MARKED UP WITH COUNTER-DESIGNATIONS MADE BY APPALOOSA ET AL (3.2); ASSEMBLE FOR ATTORNEY REVIEW THE JOINT EXHIBIT BINDERS VOLUME XI (2.8).
DONNELLY NP	05/19/06	0.90	REVIEW/REVISE MASTER OBJECTIONS INDEX PER ATTORNEY REQUEST (0.9).
DONNELLY NP	05/22/06	10.40	ASSEMBLE FOR ATTORNEY REVIEW THE CHART OF OPEN TERMS FOR DELPHI CBAS WITH USW, IUE-CWA, AND UAW (5.1); REVIEW/REVISE DEPOSITION TRANSCRIPTS USING APPALOOSA'S COUNTER-DESIGNATIONS (2.8); ATTEND DELPHI WEEKLY TEAM TELECONFERENCE (0.5); REVIEW/REVISE EXHIBIT BINDERS WITH VARIOUS REPLACEMENT EXHIBITS (2.0).
DONNELLY NP	05/23/06	12.60	ASSEMBLE FOR ATTORNEY REVIEW THE REVISED EXHIBIT BINDERS INCLUDING THE SUPPLEMENTAL DECLARATIONS FILED 5/23 (2.3); ASSEMBLE FOR ATTORNEY REVIEW THE EMAILS OF SUPPLEMENTAL DECLARATIONS FOR DISTRIBUTION TO CASE TEAM (1.0); ASSEMBLE FOR ATTORNEY REVIEW THE FULLY TEXT SEARCHABLE TRANSCRIPTS OF ALL HEARING TRANSCRIPTS FOR DISTRIBUTION TO TEAM (1.8); ANALYZE DATA RE: NEW CONFIDENTIAL BINDER V AND JOINT EXHIBIT BINDER XII (4.0); ASSEMBLE FOR ATTORNEY REVIEW THE DELPHI AMENDED EXHIBITS (2.5); REVIEW REVISED JOINT EXHIBIT BINDERS (1.0).
DONNELLY NP	05/24/06	11.80	ASSEMBLE FOR ATTORNEY REVIEW THE MATERIALS TO BE BROUGHT TO 1113/1114 HEARING (2.0); ATTEND 1113/1114 HEARING (8.0); ASSEMBLE FOR ATTORNEY REVIEW THE BOUND VOLUME OF DELPHI SUPPLEMENTAL DECLARATIONS FILED 5/23 (1.8).
DONNELLY NP	05/25/06	9.10	ASSEMBLE FOR ATTORNEY REVIEW THE REVISED EXHIBIT BINDERS OF JOINT EXHIBITS (5.3); ASSIST WITH TRIAL PREPARATION (3.5); COMMUNICATE WITH VERITEXT TRANSCRIPT SERVICE RE: OBTAINING HEARING TRANSCRIPTS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DONNELLY NP	05/26/06	10.80	ASSEMBLE FOR ATTORNEY REVIEW THE MATERIALS TO BE BROUGHT TO 1113/1114 HEARING (2.0); ASSEMBLE FOR ATTORNEY REVIEW THE DELPHI CBAS WITH UAW & IUE-CWA TO BE USED AT 1113/1114 HEARING (1.8); ATTEND 1113/1114 HEARING (7.0).
DONNELLY NP	05/27/06	3.80	INDEX ALL MATERIALS IN BOXES USED AT DELPHI HEARINGS (2.0); ASSEMBLE FOR ATTORNEY REVIEW THE IMAGEBASE DATABASE OF 1113/1114 JOINT EXHIBITS (1.8).
DONNELLY NP	05/29/06	1.60	OBTAIN COURT DOCUMENTS RE: OFFICIAL 1113/1114 HEARING TRANSCRIPTS IN ELECTRONIC FORM TO PLACE ON TRANSCRIPT DATABASE (1.6).
DONNELLY NP	05/30/06	3.60	ASSEMBLE FOR ATTORNEY REVIEW THE VARIOUS DELPHI NEWS STORIES FOR ATTORNEY REVIEW (1.1); ASSEMBLE BINDERS OF EXHIBITS FROM 1113 HEARING (2.5).
DONNELLY NP	05/31/06	4.00	ASSEMBLE FOR ATTORNEY REVIEW THE LIVENOTE DATABASE OF ALL 1113/1114 TRANSCRIPTS (4.0).

170.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/01/06	0.80	REVIEW DOCUMENTS, PREPARATION RE: 1113/1114 EXHIBIT BINDERS (0.8).
ROSEN R	05/02/06	8.90	COMPILE, PREPARE PLEADINGS, DECLARATIONS, DEPOSITION TRANSCRIPTS, EXPERT REPORTS FOR USE IN SECTION 1113/1114 EXHIBITS BINDERS (7.8); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (1.1).
ROSEN R	05/03/06	11.70	FURTHER WORK ON COMPILING PLEADINGS, DECLARATIONS, DEPOSITION TRANSCRIPTS, EXPERT REPORTS FOR SECTION 1113/1114 EXHIBITS BINDERS (8.2); ORGANIZE DOCUMENTS, INDEX AND PREPARE DRAFT BINDERS RE: SAME (2.1); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (1.4).
ROSEN R	05/04/06	16.10	FURTHER COMPILE, ORGANIZE, PREPARE PLEADINGS, DECLARATIONS, DEPOSITION TRANSCRIPTS, EXPERT REPORTS AND ASSOCIATED DOCUMENTS RE: SECTION 1113/1114 EXHIBITS BINDERS (7.8); COMPILE, FORWARD DRAFT EXHIBIT BINDERS TO REVIEW MEETING (0.9); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (2.1); FURTHER REVISE, REORGANIZE AND WORK ON DRAFT 1113/1114 EXHIBITS BINDERS, DOCUMENTS (5.3).
ROSEN R	05/05/06	9.10	ASSIST WITH REVISING, ORGANIZING, FINALIZING AND PREPARING 1113/1114 EXHIBITS BINDERS FOR SUBMITTAL TO JUDGE'S CHAMBERS (8.4); REVISE DRAFT COURT TRANSMITTAL LETTER RE: SAME (0.1); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.6). WORK ON.
		46.60	
SALAZAR AG	05/01/06	4.20	COLLECT, COMPILE, EDIT AND PREPARE CLEAN AND REDACTED FORMS FOR FILING (3.2); ELECTRONICALLY FILE 1113/1114 REPLY AND DECLARATIONS IN SUPPORT (0.5); SERVE ALL PLEADINGS FILED (0.5).
SALAZAR AG	05/02/06	5.20	RESPOND TO REQUESTS FOR FILED DOCUMENTS RE: 1113/1114 (1.5); CREATE LIST OF ALL 1113/1114 PLEADINGS FILED (3.7).
SALAZAR AG	05/03/06	3.50	SERVE PLEADINGS AND EXHIBITS RE: 1113/1114 (0.8); DRAFT AFFIDAVIT OF SERVICE FOR 1113/1114 REPLY AND DECLARATIONS (2.0); RESPOND TO REQUESTS FOR DOCUMENTS FILED (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	05/04/06	4.70	REVIEW MEET AND CONFER REPORT, EDIT AND FINALIZE FOR SUBMISSION TO COURT (1.8); PULL CLEANS AND CREATE BLACKLINES FOR ATTRITION PROGRAM ORDER AND SUBMIT TO COURT FOR ENTRY (2.0); SERVE NEW 1113/1114 RELIANCE MATERIALS (0.9).
SALAZAR AG	05/05/06	4.30	PULL CASES FOR RESPONSE TO UAW MOTION (0.6); CREATE/EDIT PARAGRAPH FOR DEBTORS' RESPONSE TO UAW MOTION (1.2); EDIT AND PRINT LETTER FOR CHAMBERS RE: 1113/1114 PROCEEDINGS AND SEND (0.6); PREPARE AND ELECTRONICALLY FILE RESPONSE TO UAW MOTION (0.8); COORDINATE SERVICE OF ALL FILED ITEMS WITH KCC (0.5); DISTRIBUTE NEWLY ENTERED PLEADINGS AND OTHER 1113/1114 DOCUMENTS (0.6).
SALAZAR AG	05/08/06	12.00	PULL CASES REQUESTED (0.5); MANUALLY BLACKLINE ATTRITION ORDER ENTERED VERSUS PROPOSED FORM SUBMITTED AND DISTRIBUTE (2.3); PARTICIPATE IN STRATEGY MEETINGS FOR HEARING PREPARATIONS (1.0); CREATE HEARING PLEADINGS (2.0); REVIEW ALL DOCUMENTS BOX AND MAKE SUGGESTIONS FOR NEEDED ITEMS (1.0); COMPILE DEBTORS' PLEADINGS AND OTHER IMPORTANT DOCUMENTS FOR HEARING (2.5); RESPOND TO REQUESTS AND FINALIZE HEARING PREPARATIONS (2.7).
SALAZAR AG	05/09/06	12.40	COORDINATE LAYOUT OF COURTROOM WITH DOCUMENTS FOR HEARING (2.1); ATTEND HEARING (9.0); COORDINATE EFFORTS FOR NEXT DAY IN COURT (1.3).
SALAZAR AG	05/10/06	10.80	ORGANIZE COURTROOM FOR HEARING (1.3); ATTEND HEARING (9.0); ORGANIZE COURT ROOM FOR NEXT HEARING (0.5).
SALAZAR AG	05/12/06	12.00	COORDINATE LAYOUT OF COURTROOM WITH DOCUMENTS FOR HEARING (2.6); ATTEND HEARING (6.0); COURTROOM AND BREAK OUT ROOM AND RETURN ALL MATERIALS TO SKADDEN (3.4).
		69.10	
YOELI ME	05/01/06	10.20	PREPARE FILING OF REPLY BRIEF AND SUPPORTING DECLARATIONS, DELIVER DOCUMENTS TO PARTIES, PREPARE BOUND SETS OF FILED MATERIALS TO BE DISTRIBUTED TO CLIENT AND ATTORNEYS (10.2).
YOELI ME	05/02/06	10.30	PREPARE FOR MAY 9, 2006 HEARING (10.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

YOELI ME	05/03/06	14.50	PREPARE FOR MAY 9 SECTION 1113/1114 HEARING, INCLUDING: ASSEMBLE DOCUMENTS AND ORGANIZATIONAL MATERIALS IN PREPARATION OF TRIAL EXHIBIT AND WITNESS-PREP BINDERS, PARTICIPATE IN NECESSARY CONFERENCE CALLS AND MEETINGS (14.5).
YOELI ME	05/04/06	11.90	ASSIST WITH WITNESS PREPARATION BY ASSEMBLING DOCUMENTS AND HANDLING EXHIBITS (9.0); PREPARE WITNESS BINDERS (1.5); PREPARE FOR MAY 9 1113/1114 HEARING BY ASSEMBLING REQUESTED DOCUMENTS AND INDICES, ATTEND TO NEEDS OF CLIENTS AND OPPOSITION (1.4).
YOELI ME	05/05/06	8.30	ATTEND WITNESS PREPARATION, MANAGE EXHIBITS AND ATTEND TO MISCELLANEOUS CLIENT REQUESTS (8.3).
YOELI ME	05/07/06	12.70	PREPARE FOR MAY 9, 2006 HEARING, INCLUDING: ASSEMBLE DOCUMENTS FOR DAILY MEETINGS, ATTEND TO CLIENTS IN CONFERENCE, PREPARE AND CHECK TRIAL EXHIBITS (9.7); DIGEST DEPOSITION OF UNION WITNESSES (3.0).
YOELI ME	05/08/06	11.80	PREPARE FOR MAY 9, 2006 HEARING BY: ASSEMBLING CHARTS, SUMMARIES, DEPOSITION DESIGNATIONS AND MISCELLANEOUS SUPPORTING DOCUMENTS FOR ATTORNEY REFERENCE IN MEETINGS (5.0), GENERATING TRIAL EXHIBIT AND DEPOSITION BINDERS FOR USE IN HEARING (1.2), MAKE ARRANGEMENTS FOR CONDUCT OF HEARING (5.6).
YOELI ME	05/09/06	16.10	PREPARE TRIAL EXHIBIT BINDERS IN ADVANCE OF MAY 9 HEARING (6.4); ATTEND HEARING FOR SECTION 1113/1114 MOTION MANAGE DOCUMENTS AND ASSIST WITH MATTERS AT HEARING (9.7).
YOELI ME	05/10/06	10.80	ATTEND HEARING FOR SECTION 1113/1114 MOTION: ATTEND AND ASSIST AT HEARING (10.8).
YOELI ME	05/11/06	10.60	PREPARE TRIAL EXHIBIT BINDERS: UPDATE WITH NEW EXHIBITS (4.3); PREPARE FOR MAY 12 SECTION 1113/1114 HEARING: ATTEND TO ALL CLIENT DOCUMENT REQUESTS (2.6); PREPARE FOR FRIDAY, MAY 12 HEARING: ASSIST ATTORNEYS WITH WITNESS PREPARATION (3.7).
YOELI ME	05/12/06	10.90	ATTEND HEARING FOR SECTION 1113/1114: MANAGE EXHIBITS AT HEARING (10.9).
YOELI ME	05/15/06	0.80	COORDINATE/ ATTEND MEETING RE: PREPARATION FOR 5/24-26 1113 HEARING (0.3); PREPARE EXHIBITS (0.5).

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YOELI ME	05/16/06	0.80	ASSEMBLE FOR ATTORNEY REVIEW THE NATIONAL COLLECTIVE BARGAINING AGREEMENTS (0.6); COORDINATE/ ATTEND MEETING RE: PREPARATION RE: SECTION 1113 HEARING (0.2).
YOELI ME	05/17/06	1.70	PREPARE DISTRIBUTION OF SUPPLEMENTAL AND REBUTTAL DECLARATIONS IN SUPPORT OF UNION OBJECTIONS (1.7).
YOELI ME	05/18/06	3.10	PREPARE DISTRIBUTION OF SECTION 1113 HEARING TRANSCRIPTS (2.1); MAINTAIN FILES FOR EXHIBITS AND SUPPORTING MATERIALS FOR USE IN SECTION 1113/1114 HEARINGS (1.0).
YOELI ME	05/22/06	8.80	PREPARE PREPARE FOR MAY 24, MAY 26 SECTION 1113 HEARING BY: ASSEMBLE, INDEX AND DESIGNATE WITNESS PREPARATION DOCUMENTS AND DOCUMENTS FOR USE BY ATTORNEYS IN PREPARATORY MEETINGS (8.8).
YOELI ME	05/23/06	7.20	PREPARE PREPARE FOR MAY 24 SECTION 1113/1114 HEARING: ASSEMBLE DOCUMENTS FOR WITNESS PREPARATION (2.4); PREPARE TRIAL EXHIBITS BINDERS (4.1); ASSIST CLIENT WITH DOCUMENT REQUESTS (0.7).
YOELI ME	05/24/06	10.50	ATTEND HEARING FOR SECTION 1113/1114 MOTION (10.5).
YOELI ME	05/25/06	11.20	PREPARE PREPARE FOR 5/26 SECTION 1113/1114 HEARING: ASSIST WITH DRAFTING AND DISTRIBUTION OF TRIAL EXHIBITS, ASSEMBLE DOCUMENTS FOR WITNESS PREPARATION, COORDINATE MEETINGS WITH CLIENTS AND UNIONS (11.2).
YOELI ME	05/26/06	9.80	ATTEND HEARING FOR SECTION 1113/1114 (9.8).
YOELI ME	05/31/06	1.60	PREPARE PREPARE FOR 6/2/06 SECTION 1113/1114 HEARING, INCLUDING ASSEMBLING DEPOSITION TRANSCRIPTS FOR USE IN COURT, LOCATING DOCUMENTS REQUESTED BY CLIENT (1.6).
		183.60	
ZSOLDOS AF	05/01/06	6.80	ASSIST WITH PREPARATION FOR FILING OF REPLY BRIEF TO OBJECTIONS TO 1113/1114 MOTION, INCLUDING PREPARING EXHIBITS, CHECKING KEY CITES IN BRIEF, PREPARING SIGNATURE PAGES FOR DECLARATIONS, VERIFYING SERVICE LIST, COORDINATING PRODUCTION OF DOCUMENTS WITH COPY CENTER, AND HAND DELIVERING BRIEF MATERIALS TO US TRUSTEE AND CHAMBERS (6.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	05/02/06	3.70	PREPARE MATERIALS FOR WITNESS PREPARATION BINDER (2.4); GATHER AND SEND ALL DECLARATIONS FILED BY DEBTORS AND BY OBJECTORS RE: 1113/1114 (1.3).
ZSOLDOS AF	05/03/06	2.70	COORDINATE AND PRODUCE DOCUMENTS TO OMM RE: 1113/1114 PROCEEDINGS (1.0); PREPARE DOCUMENTS AND BINDERS FOR WITNESS HEARING PREP (1.7).
ZSOLDOS AF	05/04/06	0.70	PREPARING DEPOSITION BINDER (0.7).
ZSOLDOS AF	05/05/06	5.90	COORDINATE MATERIALS FOR HEARING AND COORDINATE DELIVERY OF BINDERS TO COURT (0.9); EDIT LETTER OF B. SAX (0.4); DELIVERY OF JOINT EXHIBIT BINDERS TO CHAMBERS (1.9); ASSIST WITH DISTRIBUTION OF MATERIALS TO VARIOUS PARTIES IN INTEREST (0.9); ASSEMBLE AND ORGANIZE MATERIALS FOR DEPOSITION BINDER IN PREPARATION FOR HEARING (1.8).
ZSOLDOS AF	05/06/06	2.30	PREPARE DEPOSITION BINDER IN PREPARATION FOR 1113/1114 HEARING (2.3).
ZSOLDOS AF	05/07/06	0.80	REVIEW DEPOSITION BINDER AND UPDATE IN PREPARATION FOR HEARING ON 1113/1114 (0.8).
ZSOLDOS AF	05/08/06	12.60	MISCELLANEOUS HEARING PREPARATION (2.8); REVIEW AND UPDATE DEPOSITION BINDER (0.9); MEET WITH LABOR TEAM RE: HEARING PREPARATION (1.3); MISCELLANEOUS HEARING PREPARATION MATTERS (2.3); UPDATE EXHIBIT BINDERS (5.3).
ZSOLDOS AF	05/09/06	16.60	PREPARE FOR, ATTEND, ASSIST AT, AND FOLLOW UP AFTER HEARING (16.6).
ZSOLDOS AF	05/10/06	12.80	PREPARE FOR, ATTEND, ASSIST AT, AND FOLLOW UP AFTER HEARING (12.8).
ZSOLDOS AF	05/16/06	3.10	COORDINATE DOCUMENT PRODUCTION (0.7); PREPARE COVER LETTER AND PACKAGE FOR DELIVERY TO COURT (1.3); DELIVERY OF MATERIALS TO COURT (1.1).
ZSOLDOS AF	05/17/06	0.40	COORDINATE WITH COURT REPORTERS RE: DEPOSITIONS (0.4).
ZSOLDOS AF	05/23/06	4.80	FILING SUPPLEMENTAL DECLARATIONS OF COMPANY REPRESENTATIVES RE: 1113/1114 PROCEEDINGS (0.6); RECONCILE TRANSCRIPT ISSUES (I.E. MINISCRIP NOT CONFORMING TO FULL SIZE PAGINATION AND CONFIRMING ORDERS FOR UPCOMING HEARING DATES) (0.4); PREPARING FOR HEARING (3.8).

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ZSOLDOS AF	05/24/06	13.20	PREPARE FOR, ATTEND, ASSIST AT, AND FOLLOW UP FROM HEARING RE: 1113/1114 PROCEDURES (13.2).
ZSOLDOS AF	05/25/06	0.50	PREPARE TRANSCRIPTS FOR INTERNAL DISTRIBUTION (0.5).
ZSOLDOS AF	05/26/06	12.20	PREPARE FOR, ATTEND, ASSIST AT, AND FOLLOW UP FROM HEARING RE: 1113/1114 PROCEDURES (12.2).

99.10

Total Legal Assistant 573.60

TOTAL TIME 2,522.80

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Labor Unions)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/01/06	MacDonald N	744.28
Air/Rail Travel - vendor feed	05/01/06	Campanario ND	864.73
Air/Rail Travel - vendor feed	05/01/06	Campanario ND	45.00
Air/Rail Travel - vendor feed	05/01/06	Campanario ND	-436.87
Air/Rail Travel - vendor feed	05/01/06	MacDonald N	9.42
Air/Rail Travel - vendor feed	05/02/06	Rosen R	753.70
Air/Rail Travel - vendor feed	05/03/06	Fern BM	746.39
Air/Rail Travel - vendor feed	05/03/06	Panagakis GN	1,189.07
Air/Rail Travel - vendor feed	05/03/06	Fern BM	-701.39
Air/Rail Travel - vendor feed	05/04/06	Fern BM	746.39
Air/Rail Travel - vendor feed	05/07/06	Panagakis GN	1,237.06
Air/Rail Travel - vendor feed	05/07/06	Fern BM	963.08
Air/Rail Travel - vendor feed	05/12/06	MacDonald N	400.34
Air/Rail Travel - vendor feed	05/12/06	MacDonald N	-355.34
Air/Rail Travel - vendor feed	05/12/06	MacDonald N	479.38
Air/Rail Travel - vendor feed	05/13/06	Campanario ND	359.05
Air/Rail Travel - vendor feed	05/21/06	Panagakis GN	1,506.26
Air/Rail Travel - vendor feed	05/22/06	Campanario ND	349.64
Air/Rail Travel - vendor feed	05/23/06	MacDonald N	744.28
Air/Rail Travel - vendor feed	05/26/06	Campanario ND	391.03
Air/Rail Travel - vendor feed	05/26/06	Panagakis GN	658.88

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/26/06	Panagakis GN	617.06
Air/Rail Travel - vendor feed	05/31/06	MacDonald N	744.28
Air/Rail Travel - vendor feed	05/31/06	Campanario ND	744.28
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$12,800.00
In-house Reproduction	04/28/06	Copy Center, D	241.50
In-house Reproduction	05/01/06	Copy Center, D	454.90
In-house Reproduction	05/01/06	Copy Center, D	798.01
In-house Reproduction	05/02/06	Copy Center, D	714.80
In-house Reproduction	05/02/06	Copy Center, D	1.90
In-house Reproduction	05/02/06	Copy Center, D	64.50
In-house Reproduction	05/03/06	Copy Center, D	7,639.55
In-house Reproduction	05/05/06	Copy Center, D	3,710.42
In-house Reproduction	05/05/06	Copy Center, D	72.80
In-house Reproduction	05/05/06	Copy Center, D	40.81
In-house Reproduction	05/05/06	Copy Center, D	68.10
In-house Reproduction	05/07/06	Copy Center, D	2,504.12
In-house Reproduction	05/09/06	Copy Center, D	2,618.12
In-house Reproduction	05/09/06	Copy Center, D	22.00
In-house Reproduction	05/09/06	Copy Center, D	10.40
In-house Reproduction	05/10/06	Copy Center, D	776.01
In-house Reproduction	05/11/06	Copy Center, D	1,840.01
In-house Reproduction	05/12/06	Copy Center, D	887.21
In-house Reproduction	05/12/06	Copy Center, D	334.00
In-house Reproduction	05/12/06	Copy Center, D	0.40
In-house Reproduction	05/12/06	Copy Center, D	4.80
In-house Reproduction	05/16/06	Copy Center, D	512.40
In-house Reproduction	05/16/06	Copy Center, D	18.40
In-house Reproduction	05/16/06	Copy Center, D	38.00
In-house Reproduction	05/19/06	Copy Center, D	1,118.51
In-house Reproduction	05/19/06	Copy Center, D	1.30
In-house Reproduction	05/19/06	Copy Center, D	7.80
In-house Reproduction	05/19/06	Copy Center, D	325.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/23/06	Copy Center, D	3,795.42
In-house Reproduction	05/23/06	Copy Center, D	16.40
In-house Reproduction	05/23/06	Copy Center, D	1.60
In-house Reproduction	05/25/06	Copy Center, D	25.70
In-house Reproduction	05/26/06	Copy Center, D	463.70
In-house Reproduction	05/26/06	Copy Center, D	170.40
In-house Reproduction	05/26/06	Copy Center, D	12.20
In-house Reproduction	05/26/06	Copy Center, D	34.50
In-house Reproduction	05/30/06	Copy Center, D	1,422.71
In-house Reproduction	05/30/06	Copy Center, D	18.80
In-house Reproduction	05/30/06	Copy Center, D	0.30
		TOTAL IN-HOUSE REPRODUCTION	\$30,788.00
Telephone Expense	05/26/06	Telecommunications, D	49.83
Telephone Expense	05/26/06	Telecommunications, D	62.43
Telephone Expense	05/26/06	Telecommunications, D	0.97
Telephone Expense	05/26/06	Telecommunications, D	14.94
Telephone Expense	05/26/06	Telecommunications, D	18.54
Telephone Expense	05/26/06	Telecommunications, D	0.29
		TOTAL TELEPHONE EXPENSE	\$147.00
Non-standard/Outside Reproduction	05/09/06	Landmark Document Services	5,177.25
Non-standard/Outside Reproduction	05/12/06	Landmark Document Services	368.75
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$5,546.00
Lexis/Nexis	05/05/06	Springer DE	104.54
Lexis/Nexis	05/05/06	Jjingo MJ	792.56
Lexis/Nexis	05/06/06	Jjingo MJ	655.15
Lexis/Nexis	05/08/06	Jjingo MJ	242.59
Lexis/Nexis	05/10/06	Jjingo MJ	6,298.64
Lexis/Nexis	05/11/06	Jjingo MJ	276.39
Lexis/Nexis	05/11/06	Springer DE	92.22
Lexis/Nexis	05/12/06	Jjingo MJ	785.83
Lexis/Nexis	05/22/06	Yoeli ME	333.26

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	05/24/06	Jjingo MJ	91.85
Lexis/Nexis	05/25/06	Jjingo MJ	316.19
Lexis/Nexis	05/26/06	Jjingo MJ	438.10
Lexis/Nexis	05/30/06	Jjingo MJ	394.20
Lexis/Nexis	05/31/06	Jjingo MJ	93.48
		TOTAL LEXIS/NEXIS	\$10,915.00
Westlaw	05/06/06	Donnelly NP	234.44
Westlaw	05/06/06	MacDonald N	796.13
Westlaw	05/07/06	MacDonald N	123.24
Westlaw	05/08/06	MacDonald N	430.04
Westlaw	05/10/06	Jjingo MJ	39.07
Westlaw	05/11/06	Fern BM	9.59
Westlaw	05/11/06	Wilson LD	386.64
Westlaw	05/11/06	Boden JR	630.22
Westlaw	05/12/06	Boden JR	390.22
Westlaw	05/12/06	Jjingo MJ	9.77
Westlaw	05/22/06	Boden JR	298.72
Westlaw	05/22/06	Yoeli ME	343.79
Westlaw	05/23/06	Donnelly NP	108.87
Westlaw	05/25/06	Wilson LD	395.51
Westlaw	05/25/06	Yoeli ME	28.41
Westlaw	05/25/06	Fern BM	86.34
		TOTAL WESTLAW	\$4,311.00
Reproduction - color	05/03/06	Copy Center, D	487.50
Reproduction - color	05/05/06	Copy Center, D	95.00
Reproduction - color	05/05/06	Copy Center, D	105.00
Reproduction - color	05/05/06	Copy Center, D	157.50
Reproduction - color	05/05/06	Copy Center, D	8,464.50
Reproduction - color	05/06/06	Copy Center, D	45.00
Reproduction - color	05/08/06	Copy Center, D	423.50
Reproduction - color	05/08/06	Copy Center, D	423.50
Reproduction - color	05/09/06	Copy Center, D	252.00
Reproduction - color	05/09/06	Copy Center, D	254.50
Reproduction - color	05/09/06	Copy Center, D	4.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Reproduction - color	05/09/06	Copy Center, D	4,992.50
Reproduction - color	05/12/06	Copy Center, D	772.50
Reproduction - color	05/12/06	Copy Center, D	225.00
Reproduction - color	05/16/06	Copy Center, D	5,748.50
Reproduction - color	05/25/06	Copy Center, D	5.00
Reproduction - color	05/26/06	Copy Center, D	2,959.00
		TOTAL REPRODUCTION - COLOR	\$25,415.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	10.38
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	9.15
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	76.83
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	17.66
Vendor Hosted Teleconferencing	05/04/06	Teleconferencing Services, LLC	125.98
		TOTAL VENDOR HOSTED TELECONFERENCING	\$240.00
Air/Rail Travel (external)	05/07/06	Butler, Jr. J	852.62
Air/Rail Travel (external)	05/12/06	MacDonald N	130.01
Air/Rail Travel (external)	05/12/06	MacDonald N	479.37
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$1,462.00
Out-of-Town Travel	05/01/06	MacDonald N	35.00
Out-of-Town Travel	05/01/06	MacDonald N	35.00
Out-of-Town Travel	05/01/06	Campanario ND	35.00
Out-of-Town Travel	05/02/06	Rosen R	47.00
Out-of-Town Travel	05/02/06	Rosen R	95.50
Out-of-Town Travel	05/04/06	Fern BM	35.00
Out-of-Town Travel	05/04/06	Fern BM	35.00
Out-of-Town Travel	05/05/06	Rosen R	1,027.50
Out-of-Town Travel	05/05/06	Rosen R	43.00
Out-of-Town Travel	05/05/06	Fern BM	35.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	05/05/06	Fern BM	410.53
Out-of-Town Travel	05/07/06	Butler, Jr. J	166.01
Out-of-Town Travel	05/07/06	Fern BM	35.00
Out-of-Town Travel	05/07/06	Butler, Jr. J	1,979.11
Out-of-Town Travel	05/07/06	Butler, Jr. J	54.00
Out-of-Town Travel	05/07/06	Butler, Jr. J	33.00
Out-of-Town Travel	05/07/06	Butler, Jr. J	10.00
Out-of-Town Travel	05/08/06	Fern BM	35.00
Out-of-Town Travel	05/09/06	Fern BM	10.00
Out-of-Town Travel	05/10/06	MacDonald N	15.00
Out-of-Town Travel	05/10/06	MacDonald N	15.00
Out-of-Town Travel	05/10/06	Fern BM	9.03
Out-of-Town Travel	05/12/06	MacDonald N	4,537.87
Out-of-Town Travel	05/12/06	MacDonald N	40.00
Out-of-Town Travel	05/12/06	Fern BM	2,336.07
Out-of-Town Travel	05/12/06	Fern BM	35.00
Out-of-Town Travel	05/12/06	Fern BM	10.00
Out-of-Town Travel	05/12/06	Campanario ND	4,327.38
Out-of-Town Travel	05/13/06	Campanario ND	35.00
Out-of-Town Travel	05/13/06	Campanario ND	50.00
		TOTAL OUT-OF-TOWN TRAVEL	\$15,566.00
Filing/Court Fees	05/18/06	Zsoldos AF	25.00
		TOTAL FILING/COURT FEES	\$25.00
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	10.32
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	10.32
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	19.13
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	34.13
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	38.75
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.78

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	18.12
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	12.36
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	50.95
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	30.30
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	25.20
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	23.44
Messengers/ Courier	05/07/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.79
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/10/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/12/06	Dist Serv/Mail/Page, D	42.09
Messengers/ Courier	05/12/06	Dist Serv/Mail/Page, D	40.22
Messengers/ Courier	05/12/06	Dist Serv/Mail/Page, D	27.01
Messengers/ Courier	05/12/06	Dist Serv/Mail/Page, D	25.20
Messengers/ Courier	05/12/06	Dist Serv/Mail/Page, D	39.63
Messengers/ Courier	05/17/06	Dist Serv/Mail/Page, D	23.98
Messengers/ Courier	05/21/06	Arrow Messenger Svc	40.46
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	12.36
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	12.36
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	12.36
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	11.75

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	12.36
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	46.26
Messengers/ Courier	05/24/06	Dist Serv/Mail/Page, D	35.79
Messengers/ Courier	05/25/06	Dist Serv/Mail/Page, D	33.95
		TOTAL MESSENGERS/ COURIER	\$1,145.00
Out-of-Town Meals	05/02/06	MacDonald N	158.13
Out-of-Town Meals	05/02/06	Campanario ND	84.31
Out-of-Town Meals	05/03/06	MacDonald N	169.57
Out-of-Town Meals	05/04/06	Fern BM	4.67
Out-of-Town Meals	05/04/06	Fern BM	18.16
Out-of-Town Meals	05/04/06	Campanario ND	136.82
Out-of-Town Meals	05/07/06	Campanario ND	65.11
Out-of-Town Meals	05/07/06	Butler, Jr. J	53.34
Out-of-Town Meals	05/07/06	Butler, Jr. J	122.96
Out-of-Town Meals	05/09/06	MacDonald N	142.20
Out-of-Town Meals	05/10/06	Campanario ND	177.29
Out-of-Town Meals	05/12/06	Campanario ND	7.32
Out-of-Town Meals	05/12/06	Fern BM	42.30
Out-of-Town Meals	05/13/06	Campanario ND	77.82
		TOTAL OUT-OF-TOWN MEALS	\$1,260.00
Court Reporting	05/18/06	Esquire Deposition Services LLC	3,327.00
		TOTAL COURT REPORTING	\$3,327.00
Outside Research/Internet Services	03/31/06	LiveNote, Inc.	140.00
Outside Research/Internet Services	03/31/06	LiveNote, Inc.	70.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$210.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Printing to paper from TIF	05/02/06	Copy Center, D	74.88
Printing to paper from TIF	05/03/06	Copy Center, D	104.57
Printing to paper from TIF	05/05/06	Copy Center, D	190.00
Printing to paper from TIF	05/11/06	Copy Center, D	210.01
Printing to paper from TIF	05/11/06	Copy Center, D	871.33
Printing to paper from TIF	05/11/06	Copy Center, D	310.42
Printing to paper from TIF	05/11/06	Copy Center, D	414.51
Printing to paper from TIF	05/11/06	Copy Center, D	240.82
Printing to paper from TIF	05/11/06	Copy Center, D	240.82
Printing to paper from TIF	05/15/06	Copy Center, D	90.09
Printing to paper from TIF	05/18/06	Copy Center, D	12.48
Printing to paper from TIF	05/23/06	Copy Center, D	266.02
Printing to paper from TIF	05/23/06	Copy Center, D	440.03
Printing to paper from TIF	05/24/06	Copy Center, D	218.01
Printing to paper from TIF	05/24/06	Copy Center, D	120.01
		TOTAL PRINTING TO PAPER FROM TIF	\$3,804.00
Scanning to PDF with Full Text	05/02/06	Buckhannan K	0.18
Scanning to PDF with Full Text	05/07/06	Hasell ER	4.63
Scanning to PDF with Full Text	05/08/06	Cifu-Mangino LA	0.19
		TOTAL SCANNING TO PDF WITH FULL TEXT	\$5.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	29.34

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Disbursement	Date	Vendor/Employee/Dept.	Amount
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	150.66
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$180.00
		TOTAL MATTER	\$117,146.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-2
CUSTOMER MATTERS (GM)
4,178.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/02/06	1.60	CONTINUE TO REVIEW GM CONTRACT MARKET PRICING PROJECT AND PLEADINGS (0.9); REVIEW REVISED GM DEAL TERMSHEET (0.7).
BUTLER, JR. J	02/03/06	0.20	CONFERENCE WITH S. MILLER AND D. SHERBIN RE: GM NEW BUSINESS AWARDS (0.2).
BUTLER, JR. J	02/04/06	1.20	CONTINUE TO REVIEW AND COMMENT ON GM DEAL TERMSHEET (1.2).
BUTLER, JR. J	02/07/06	1.20	REVIEW MATERIALS FOR GM MEETING (0.3); REVIEW RESULTS OF GM MEETING AND NEXT STEPS (0.2); CONTINUE TO REVIEW GM CONTRACT REJECTION PROJECT AND PLEADINGS (0.7).
BUTLER, JR. J	02/08/06	0.60	PREPARE FOR FEBRUARY 9TH MEETING WITH GM INCLUDING REVIEW OF MATERIALS (0.6).
BUTLER, JR. J	02/09/06	7.60	REVIEW MATERIALS FOR GM MEETING (0.6); PREPARE FOR (0.4) AND PARTICIPATE IN (2.5) STRATEGY MEETING WITH S. MILLER, R. O'NEAL, D. WOHLEEN, K. BUTLER AND D. RESNICK; PREPARE FOR (0.6) AND PARTICIPATE IN (1.9) MEETING WITH SENIOR DELPHI AND GM REPRESENTATIVES; ATTEND POST-MEETING CONFERENCE WITH D. RESNICK AND S. CORCORAN (1.2); CONTINUE TO REVIEW GM CONTRACT REJECTION PROJECT AND PLEADINGS (0.4).
BUTLER, JR. J	02/10/06	0.90	FOLLOW-UP ON FEBRUARY 9TH GM MEETING (0.4); CONTINUE TO REVIEW GM CONTRACT REJECTION PROJECT AND PLEADINGS (0.5).
BUTLER, JR. J	02/11/06	1.10	REVIEW LOSS AND EXPIRING CONTRACTS STRATEGIC MATERIALS (0.7); CONTINUE TO REVIEW PLEADINGS (0.4).
BUTLER, JR. J	02/13/06	1.50	CONTINUE TO REVIEW AND REVISE LOSS AND EXPIRING CONTRACTS STRATEGIC MATERIALS (0.9); CONTINUE TO REVIEW PLEADINGS (0.6).
BUTLER, JR. J	02/16/06	0.80	PREPARE FOR FEBRUARY 17TH MEETING WITH SENIOR DELPHI AND GM REPRESENTATIVES AT COMPANY IN TROY (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/17/06	4.20	REVIEW MATERIALS FOR GM MEETING (0.8); PREPARE FOR (1.0) AND PARTICIPATE IN (2.0) MEETING WITH SENIOR DELPHI AND GM REPRESENTATIVES AT COMPANY IN TROY; POST-MEETING STRATEGY DISCUSSION WITH S. MILLER, D. WOHLLEN AND B. DELLINGER (0.4).
BUTLER, JR. J	02/20/06	1.10	PREPARE FOR (0.3) AND PARTICIPATE IN (0.8) RECAP AND STRATEGY MEETING RE GM DISCUSSIONS WITH SENIOR MANAGEMENT AT COMPANY IN TROY.
BUTLER, JR. J	02/21/06	0.90	REVIEW STATUS AND OPEN PLANNING ISSUES RE CONTRACT REJECTION/EXPIRING CONTRACT REPRICING STRATEGY AND NEXT STEPS (0.6); DRAFT LEGEND FOR INFORMATION SHARING MATERIALS WITH GM RE TRANSFORMATION PLANS (0.3).
BUTLER, JR. J	02/24/06	0.90	EMAIL FROM R. ROSENBERG RE GM MEDIATED SETTLEMENT AND UCC REQUEST FOR INFORMATION (0.2); REVIEW DIP ORDER RE GM SETOFF PROCEDURES AND RELATED MATTERS (0.4); EMAILS FROM/TO WORKING GROUP RE SAME (0.3).
BUTLER, JR. J	02/27/06	3.20	PREPARE FOR (1.3) AND ATTEND (1.9) MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN TROY.
BUTLER, JR. J	02/28/06	1.10	CONTINUE TO WORK ON GM NEGOTIATIONS INCLUDING MEETING WITH DELPHI SENIOR MANAGEMENT TEAM AT COMPANY IN DETROIT (0.8); EMAIL FROM R. O'NEAL AND FOLLOW-UP ON WARRANTY ISSUES (0.3).
		28.10	
COCHRAN EL	02/01/06	3.90	TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW RE: TERM SHEET (1.8); REVISED TERM SHEET (2.1).
COCHRAN EL	02/02/06	10.60	TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW, D. RESNICK RE: TERM SHEET (2.7); REDRAFT TERM SHEET (3.4); TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW, D. RESNICK RE: REVISED TERM SHEET (2.4); REDRAFT TERM SHEET (2.1).
COCHRAN EL	02/03/06	7.20	MEETING WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW, D. RESNICK RE: TERM SHEET (2.7); REDRAFT TERM SHEET (4.5).
COCHRAN EL	02/04/06	7.00	CALL ON GM TERM SHEET WITH D. WOHLLEN, A. PASRICHIA, S. CORCORAN, (3.6); REDRAFTED TERM SHEET BASED ON CALL (3.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

COCHRAN EL	02/07/06	7.80	MEETING AT WG&M RE: TERM SHEET WITH D. WOHLLEN, A. PASRICAH, S. CORCORAN, D. RESNICK, B. SHAW AND GM REPRESENTATIVES (3.7); PREPARED FOR GM MEETING (2.1); PREPARED COMPARISON OF TERM SHEETS (2.0).
COCHRAN EL	02/08/06	5.30	PREPARED REVISIONS TO COMPARISON OF TERM SHEET (1.8); TELECONFERENCE ON GM NEGOTIATORS WITH D. WOHLLEN, S. CORCORAN, A. PASRICHA, D. RESNICK (2.1); PREPARED LIST RE: POSSIBLE CONDITIONS (1.4).
COCHRAN EL	02/09/06	8.30	REVISED PROPOSED CONDITIONS FOR GM DISCUSSION (1.8); PARTICIPATED IN CALL WITH GM AND DELPHI (D. WOHLLEN, A. PASRICHA, S. CORCORAN) (5.2); REVIEW ISSUES FOLLOWING SENIOR LEVEL GM/DELPHI CALL (1.3).
COCHRAN EL	02/10/06	0.80	REVIEW COMPARISON CHART (0.8).
COCHRAN EL	02/11/06	0.80	REVIEW GM MATERIAL (0.8).
COCHRAN EL	02/16/06	1.20	REVIEW GM ISSUES RELATING TO CONSENSUAL TRANSACTION (1.2).
COCHRAN EL	02/23/06	0.80	PREPARED SLIDES FOR GM MEETING (0.8).
COCHRAN EL	02/24/06	1.30	REVIEW GM ISSUES (1.3).
		55.00	
LYONS JK	02/23/06	1.00	DEVELOP GM STRATEGIES RE: NILES PRICE INCREASE AND CONFERENCE WITH S. CORCORAN (1.0).
		1.00	
MARAFIOTI KA	02/01/06	5.60	CORRESPONDENCE RE: GM (0.2); TELECONFERENCE WITH GROOM, ROTHSCHILD, F. KUPLICKI, B. SAX, S. CORCORAN, A. PASRICHA, D. WOHLLEN, AND T. RICHARDS RE: GM (1.8); ANALYZE LOSS CONTRACT ISSUES (0.6); REVIEW ROTHSCHILD COMMENTS TO TERM SHEET AND PLEADINGS (0.2); WORK ON LOSS CONTRACT REJECTION MOTION (2.8).
MARAFIOTI KA	02/02/06	4.00	TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS AND MEETING WITH S. CORCORAN, K. CRAFT, D. RESNICK AND B. SHAW RE: GM (1.7); CONFERRED WITH CORCORAN RE: GM ISSUES (0.3); WORK ON TERM SHEET WITH GM AND TELECONFERENCE WITH WOHLLEN, RICHAFRD RESNICK, CORCORAN, AND PASRICHA RE: SAME (2.0).

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MARAFIOTI KA	02/03/06	4.60	MEETING WITH S. CORCORAN RE: EXECUTORY CONTRACT DUE DILIGENCE (0.5); MEETING WITH CORCORAN AND TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS, D. RESNICK, B. SHAW RE: GM (2.3); CONFERRED WITH R. EISENBERG RE: LOSS CONTRACT ISSUES (0.2); RESEARCH RELATED TO TERM SHEET (1.2) AND CORRESPONDENCE RE: SAME (0.4).
MARAFIOTI KA	02/04/06	2.60	TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS, S. CORCORAN, B. SHAW RE: DTM PRESENTATION RE: GM TERM SHEET AND SUBSTANCE OF TERM SHEET (2.6).
MARAFIOTI KA	02/06/06	0.90	TELECONFERENCE WITH CLIENT AND FTI RE: GM LOSS CONTRACTS (0.9).
MARAFIOTI KA	02/07/06	8.30	MEETING WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS, D. RESNICK, B. SHAW IN PREPARATION FOR GM MEETING AND REVISE DRAFT TERM SHEET (2.1); MEETINGS WITH GM, DELPHI, GREENHILL, ROTHSCHILD, WEIL GOTSHAL RE: TERM SHEET (5.1); ANALYZE ISSUES RE: EXPIRING CONTRACTS (0.6); CORRESPONDENCE RE: SAME (0.4); TELECONFERENCE WITH B. ROSENBERG RE: TERM SHEET (0.1).
MARAFIOTI KA	02/08/06	6.50	TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, S. SALRIN, B. SHAW RE: GM TERM SHEET (0.5); WORK ON COMPARISON OF GM AND DELPHI TERM SHEETS (0.5); REVIEWED ANALYSIS OF EXPIRING CONTRACTS (0.3); PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH S. CORCORAN, D. BERGNER, M. KEITEL, T. RICHARDS RE: CONTRACTS (1.8); TELECONFERENCE WITH ROTHSCHILD, WOHLLEN, CORCORAN, PASRICHA, AND OTHERS RE: GM TERM SHEET AND STRATEGY (1.3); PREPARE FOR (0.6) AND PARTICIPATE IN (1.5) TELECONFERENCE WITH CORCORAN, PASRICHA, RICHARDS RE: EXPIRING CONTRACTS.
MARAFIOTI KA	02/09/06	3.50	CORRESPONDENCE RE: GM MATTERS (0.5); WORK ON COMPARISON OF GM AND DELPHI TERM SHEETS (0.5); DID RESEARCH RE: CONTRACT REJECTION ISSUES (0.6); TELECONFERENCE WITH R. EISENBERG RE: LOSS CONTRACTS (0.2); MEETING WITH D. RESNICK, TELECONFERENCE WITH S. CORCORAN RE: GM MEETING AND STRATEGY (0.9); FILE REVIEW (0.8).
MARAFIOTI KA	02/11/06	0.30	REVIEW DTM SLIDES RE: GM (0.3).
MARAFIOTI KA	02/12/06	0.90	REVIEW AND REVISE SLIDES FOR DTM AND BOARD MEETING (0.7) AND CORRESPONDENCE RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	02/13/06	2.90	REVIEW CORRESPONDENCE RE: GM (0.1); DEVELOP GM STRATEGY (0.6); CONFERRED WITH S. CORCORAN (0.2); REVIEW AND REVISE SLIDES FOR BOARD PRESENTATION (0.8); WORK ON LOSS CONTRACT REJECTION MOTION (1.2).
MARAFIOTI KA	02/14/06	0.50	REVIW GM LOSS CONTRACT MOTION (0.3) AND ORDER (0.2).
MARAFIOTI KA	02/17/06	0.70	TELECONFERENCE WITH J. GUGLIELMO RE: LOSS CONTRACT ISSUES (0.3); OTHER COMMUNICATIONS WITH FTI RE: SAME (0.1); OTHER CORRESPONDENCE RE: SAME (0.3).
MARAFIOTI KA	02/20/06	0.90	DEVELOP STRATEGY RE: LOSS CONTRACTS (0.7); CORRESPONDENCE RE: SAME (0.2).
MARAFIOTI KA	02/21/06	1.20	TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, T. RICHARDS, K. CRAFT, A. PASRICHA, AND B. DELLINGER RE: GM ISSUES (1.2).
MARAFIOTI KA	02/22/06	1.70	TELECONFERENCE WITH S. CORCORAN, K. CRAFT, A. PASRICHA, B. DELLINGER, S. DANIELS, B. CARUSO RE: GM LOSS CONTRACTS (0.4); FOLLOW UP RE: SAME (0.4); TELECONFERENCE WITH PASRICHA, CORCORAN, DELLINGER, WOHLLEN, CRAFT RE: GM EXPRING CONTRACTS (0.9).
MARAFIOTI KA	02/23/06	0.90	TELECONFERENCE WITH S. CORCORAN RE: GM SETOFF (0.2); ANALYZE NILES SITUATION (0.2); ANALYZE OTHER GM SETOFF ISSUES (0.5).
MARAFIOTI KA	02/24/06	1.70	WORK ON LETTER TO NILES (0.3); ANALYZE GM ISSUES IN CONNECTION WITH NILES SITUATION (0.4); REVIEWED DIP ORDER RE: GM SETOFF (0.5); CORRESPONDENCE RE: SAME (0.5).
MARAFIOTI KA	02/27/06	0.80	TELECONFERENCE WITH R. EISENBERG RE: LOSS CONTRACTS (0.2); REVISE GM SLIDES FOR DTM (0.3); REVIEW GM SLIDES FOR COMMITTEE PRESENTATION (0.1); SECOND TELECONFERENCE WITH EISENBERG (0.2).

48.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	02/06/06	2.60	PREPARE FOR AND PARTICIPATE IN WORKING GROUP CONFERENCE CALL RE: LOSS CONTRACTS MOTION (1.5); REVIEW LOSS CONTRACT MATERIALS (1.1).
SPRINGER DE	02/07/06	0.30	TELECONFERENCES WITH R. EISENBERG RE: LOSS CONTRACTS ISSUES (0.3).
SPRINGER DE	02/11/06	1.10	REVIEW AND COMMENT ON BOARD PRESENTATION ON LOSS CONTRACTS MOTION (0.7); TELECONFERENCE WITH D. SHIVAKUMAR RE: BOARD PRESENTATION (0.4).
SPRINGER DE	02/12/06	2.90	REVIEW AND COMMENT ON BOARD AND DTM PRESENTATIONS ON LOSS CONTRACTS MOTION AND EXPIRING CONTRACTS (0.5); TELECONFERENCE WITH SENIOR WORKING GROUP RE: DTM AND BOARD PRESENTATIONS ON LOSS CONTRACTS MOTION AND EXPIRING CONTRACTS (2.4).
SPRINGER DE	02/13/06	4.20	REVIEW LOSS CONTRACT MOTION AND SUPPORTING DECLARATIONS (1.2); CONFERENCE WITH D. SHIVAKUMAR RE: LOSS CONTRACT MOTION, EXPIRING CONTRACTS, AND RELATED MATTERS (0.5); REVIEW AND COMMENT LOSS CONTRACTS MOTION AND SUPPORTING DECLARATIONS (2.5); TELECONFERENCES WITH WORKING GROUP RE: LOSS CONTRACTS AND EXPIRING CONTRACTS ISSUES (1.1); REVIEW AND REVISE LOSS CONTRACTS ORDER (0.6).
SPRINGER DE	02/15/06	4.50	TELECONFERENCE WITH R. EISENBERG AND B. CARUSO RE: LOSS CONTRACTS ISSUES AND MOTION (0.5); REVIEW AND COMMENT EISENBERG DECLARATION (0.9) CONFERENCE WITH D. SHIVAKUMAR RE: LOSS CONTRACT MOTION AND DECLARATION (0.4); REVIEW BOARD MINUTES FOR PRODUCTION TO APPALOOSA (0.7); DRAFT LETTER TO GM RE: EXPIRING CONTRACTS (0.8); CONFERENCES RE: EXPIRING AND LOSS CONTRACTS (1.2).
SPRINGER DE	02/21/06	2.00	PREPARATION FOR AND TELECONFERENCE WITH SENIOR WORKING GROUP RE: EXPIRED AND EXPIRING CONTRACTS (2.0).

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SPRINGER DE	02/22/06	5.40	TELECONFERENCES WITH B. CARUSO AND D. SHIVAKUMAR RE: LOSS CONTRACT ISSUES (0.5); TELECONFERENCES WITH S. CORCORAN RE: LOSS CONTRACTS ISSUES (0.6); TELECONFERENCE WITH SENIOR WORKING GROUP RE: LOSS CONTRACT ISSUES (0.9); TELECONFERENCE WITH SENIOR WORKING GROUP RE: EXPIRED/EXPIRING CONTRACT ISSUES (1.3); REVIEW AND REVISE MEMORANDUM RE: EXPIRED/EXPIRING CONTRACTS APPROACH (0.5); LEGAL RESEARCH RE: LOSS CONTRACTS AND EXPIRED AND EXPIRING QUESTIONS (1.6).
SPRINGER DE	02/23/06	1.80	REVIEW AND REVISE MEMORANDUM AND PRESENTATION MODULE RE: LOSS CONTRACTS AND EXPIRED AND EXPIRING CONTRACTS (1.1); CONFERENCES WITH D. SHIVAKUMAR RE: LOSS AND EXPIRED/EXPIRING CONTRACTS ISSUES (0.7).
		24.80	
Total Partner		157.40	
SHIVAKUMAR D	02/01/06	6.90	MEETING WITH EXECUTORY CONTRACT WORKING GROUP TO REVIEW DATA RELATING TO POTENTIAL REJECTION MOTION (1.4); ANALYZE DATA AND DOCUMENTS RELATING TO UNPROFITABLE EXECUTORY CONTRACTS AND EXPIRING CONTRACTS (3.7); DEVELOP STRATEGY FOR DUE DILIGENCE OF EXECUTORY CONTRACTS (0.8); MEETING WITH S. DANIELS TO DEVELOP STRATEGY FOR EXECUTORY AND EXPIRED CONTRACT DUE DILIGENCE (1.0).
SHIVAKUMAR D	02/02/06	5.30	REVISE DRAFT OF MOTION TO REJECT EXECUTORY CONTRACTS IN LIGHT OF WORKING GROUP COMMENTS (4.1); ASSESS PROGRESS ON DUE DILIGENCE OF EXECUTORY AND EXPIRING CONTRACTS (0.5); COMMUNICATIONS WITH WORKING GROUP TO ANALYZE STRATEGY FOR COMPLETING DUE DILIGENCE OF EXECUTORY CONTRACTS (0.7).

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SHIVAKUMAR D	02/03/06	9.70	ANALYZE DATA RE: PROFITABILITY OF PRODUCTS (0.7); TELECONFERENCE WITH WORKING GROUP TO ANALYZE STRATEGIC OPTIONS WITH RESPECT TO POTENTIAL REJECTION OF EXECUTORY CONTRACTS (0.6); DISCUSSION OF STRATEGY GOVERNING THE REVIEW OF EXECUTORY CONTRACTS (0.4); TELECONFERENCE WITH S. DANIELS AND RESTRUCTURING ADVISORS TO DISCUSS PROFITABILITY OF EXECUTORY CONTRACTS IN CONNECTION WITH PREPARATION OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.1); TELECONFERENCE WITH RESTRUCTURING ADVISORS TO REVIEW DATA IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (0.7); REVIEW AND ANALYSIS OF CORRESPONDENCE RELATING TO EXPIRED/EXPIRING CONTRACTS (1.3); REVIEW AND ANALYSIS OF FINANCIAL DATA IN CONNECTION WITH REVISIONS TO POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.0); REVIEW AND ANALYSIS OF INTERNAL DOCUMENTS RELATING TO POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.8); REVISIONS TO POTENTIAL LOSS CONTRACT REJECTION MOTION (1.5); SUPERVISE PROGRESS ON DUE DILIGENCE OF EXECUTORY CONTRACTS (0.6).
SHIVAKUMAR D	02/04/06	6.20	MEETING WITH RESTRUCTURING ADVISORS TO ANALYZE SUMMARY OF PROFITABILITY REVIEW OF PRODUCTS RELATING TO EXECUTORY CONTRACTS (1.2); RESEARCH IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (3.7); MEETING WITH WORKING GROUP MEMBERS TO ANALYZE PROGRESS IN EXECUTORY CONTRACT DUE DILIGENCE AND STRATEGY FOR COMPLETION OF DUE DILIGENCE (1.3).
SHIVAKUMAR D	02/05/06	4.40	ANALYSIS OF DRAFT OF POTENTIAL MOTION TO REJECT LABOR CONTRACTS (1.3); TELECONFERENCE WITH LABOR WORKING GROUP TO ANALYZE DRAFT MOTION (1.7); REVIEW OF TERMS AND CONDITIONS GOVERNING EXECUTORY CONTRACTS AND 1999 SUPPLY AGREEMENTS (1.4).
SHIVAKUMAR D	02/06/06	11.20	TELECONFERENCES WITH WORKING GROUP TO ANALYZE UNPROFITABLE CONTRACTS (1.7); DRAFT PAPERS IN SUPPORT OF POTENTIAL CONTRACT REJECTION MOTION (5.4); ANALYZE TERMS AND CONDITIONS RELATING TO VARIOUS TYPES OF EXECUTORY CONTRACTS (2.5); ANALYSIS OF CORRESPONDENCE RELATING TO EXPIRING CONTRACTS (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	02/07/06	10.50	RESEARCH RE: WHETHER CERTAIN CONTRACTS ARE EXECUTORY (1.3); ANALYSIS OF TERMS OF VARIOUS CONTRACTS (1.0); DRAFT AND REVIEW PRESENTATIONS RE: STRATEGY FOR EXECUTORY CONTRACTS (1.2); REVISE DRAFT OF POTENTIAL MOTION TO REJECT EXECUTORY CONTRACTS IN LIGHT OF ADDITIONAL FINANCIAL ANALYSIS AND DATA (3.3); TELECONFERENCE TO DISCUSS DECLARATION IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (0.8); REVIEW AND EDIT SUMMARY OF FINANCIAL ANALYSIS OF EXECUTORY CONTRACTS (1.5); TELECONFERENCE AND CORRESPONDENCE WITH WORKING GROUP RE: EXPIRING CONTRACTS (0.7); CORRESPONDENCE WITH WORKING GROUP RE: AFTERMARKET SUPPLY CONTRACTS (0.4); TELECONFERENCE WITH WORKING GROUP RE: ANALYSIS OF EXPIRING CONTRACTS (0.3).
SHIVAKUMAR D	02/08/06	11.70	ANALYZE TERMS OF GENERAL SUPPLY AGREEMENTS AND DISCUSS SAME WITH WORKING GROUP (1.7); TELECONFERENCES WITH WORKING GROUP RE: POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.4); DRAFT DECLARATION IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (3.2); REVIEW FINANCIAL DATA FOR PRESENTATION TO ADVISORS TO CREDITORS' COMMITTEE AND DISCUSSION WITH FTI RE: SAME (1.5); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO ANALYZE STRATEGIES RE: THE POTENTIAL RESTRUCTURING OF CONTRACTUAL ARRANGEMENTS AND PREPARATION FOR SAME (2.0); REVISE POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN RESPONSE TO COMMENTS FROM WORKING GROUP (0.7); STRATEGY MEETING WITH EXECUTORY CONTRACT DUE DILIGENCE TEAM MEMBERS TO ASSESS PROGRESS AND NEXT STEPS FOR DUE DILIGENCE (1.2).

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SHIVAKUMAR D	02/09/06	15.90	ANALYZE PROPOSED CORRESPONDENCE WITH CUSTOMER RE: CANCELLATION CLAIMS AND OTHER COMMERCIAL DISPUTES AND RELATED COMMUNICATION WITH S. CORCORAN (0.7); REVISE PAPERS SUPPORTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN LIGHT OF WORKING GROUP COMMENTS (1.5); DISCUSSION OF CONTRACT DUE DILIGENCE STRATEGY WITH M. KEITEL (0.3); ANALYSIS OF PROGRESS OF CONTRACT DUE DILIGENCE TEAM (0.4); RESEARCH ON CONTRACT LAW RELATING TO EXECUTORY AND EXPIRING CONTRACTS (6.7); DRAFT MEMORANDUM ANALYZING STRATEGIC OPTIONS IN LIGHT OF RESEARCH ON CONTRACT LAW PRINCIPLES RELATING TO EXECUTORY AND EXPIRING CONTRACTS (6.3).
SHIVAKUMAR D	02/10/06	11.90	ADDITIONAL RESEARCH IN SUPPORT OF MEMORANDUM ON CONTRACT LAW RELATING TO EXECUTORY AND EXPIRING CONTRACTS (2.7); REVISE AND COMPLETE MEMORANDUM ON CONTRACT LAW PRINCIPLES RELATING TO EXECUTORY AND EXPIRING CONTRACTS (6.4); DRAFT AND REVISE PRESENTATIONS RELATING TO EXECUTORY CONTRACTS (2.8).
SHIVAKUMAR D	02/11/06	5.80	DRAFT AND REVISE PRESENTATIONS ANALYZING ISSUES RELATED TO EXECUTORY CONTRACTS AND EXPIRING CONTRACTS (3.8); ANALYSIS OF FINANCIAL DATA IN CONNECTION WITH DRAFTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.5); ANALYZE PROGRESS AND NEXT STEPS FOR EXECUTORY CONTRACT DUE DILIGENCE (0.5).
SHIVAKUMAR D	02/12/06	10.10	STRATEGY MEETING TO DISCUSS OUTSTANDING EXECUTORY CONTRACT DUE DILIGENCE ISSUES (0.9); REVISE DRAFT OF MOTION TO REJECT EXECUTORY CONTRACTS (2.1); EDIT DRAFT OF SECTION 1113 MOTION AND COMMUNICATE SUGGESTED EDITS TO WORKING GROUP (2.3); CONFERENCE WITH S. CORCORAN AND WORKING GROUP TO DISCUSS PROPOSED BOARD PRESENTATION AND PROPOSED APPROACH TO ADDREESSING EXECUTORY AND NON-EXECUTORY SUPPLY CONTRACTS (2.5); REVISION TO STRATEGY PRESENTATIONS IN LIGHT OF TEAM DISCUSSION AND COMMENTS DURING CONFERENCE CALL (2.3).

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SHIVAKUMAR D	02/13/06	10.90	REVISE DRAFT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN LIGHT OF ONGOING FINANCIAL ANALYSIS AND WORKING GROUP COMMENTS (5.3); REVISE DECLARATION IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (2.7); TELECONFERENCES WITH WORKING GROUP TO DISCUSS AND REVISE PRESENTATIONS RELATING TO EXPIRED AND EXPIRING CONTRACTS (1.6); ANALYZE NEXT STEPS IN COMPLETION OF EXECUTORY CONTRACT DUE DILIGENCE REVIEW (1.3).
SHIVAKUMAR D	02/14/06	7.80	TELECONFERENCES WITH FTI WORKING GROUP MEMBERS TO ANALYZE DATA IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.3); REVISE POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.6); REVISE AFFIDAVIT IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION AND DISCUSS SAME WITH DECLARANT (2.2); ANALYSIS OF PROGRESS OF DUE DILIGENCE IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION AND TELECONFERENCES WITH WORKING GROUP TO DISCUSS STEPS TO COMPLETE DUE DILIGENCE (2.7).
SHIVAKUMAR D	02/15/06	14.20	TELECONFERENCE WITH S. DANIELS TO ANALYZE EXECUTORY CONTRACTS RELATING TO CERTAIN AFTERMARKET SUPPLY AGREEMENTS (1.1); TELECONFERENCES WITH FTI WORKING GROUP MEMBERS TO ANALYZE DATA IN THE DRAFT EXECUTORY CONTRACT REJECTION MOTION AND SUPPORTING DECLARATION (0.8); REVISE AND FINALIZE ALL PAPERS RELATING TO POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN LIGHT OF WORKING GROUP COMMENTS, ONGOING DUE DILIGENCE, UPDATED FINANCIAL ANALYSES, AND ANALYSIS OF DECLARATIONS IN SUPPORT OF POTENTIAL SECTION 1113/1114 MOTION (11.7); TELECONFERENCES TO DISCUSS EXECUTORY CONTRACT DUE DILIGENCE PROGRESS (0.6).
SHIVAKUMAR D	02/16/06	7.40	REVISE AND FINALIZE POTENTIAL EXECUTORY CONTRACT REJECTION MOTION AND RELATED PAPERS TO INCORPORATE ADDITIONAL DATA, CONFORM WITH REVISED DECLARATIONS, AND REFLECT WORKING GROUP EDITS AND COMMENTS (5.8); REVIEW/FINALIZE LIST OF EXECUTORY CONTRACTS (1.2); TELECONFERENCES WITH FTI TO REVIEW DRAFTS AND INCORPORATE ADDITIONAL FINANCIAL DATA (0.4).
SHIVAKUMAR D	02/17/06	0.70	STRATEGY MEETING RE: EXPIRING CONTRACTS AND DRAFT OF COMMUNICATIONS RE: SAME (0.7).

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SHIVAKUMAR D	02/20/06	7.30	ANALYZE GM MOTION FOR APPOINTMENT TO THE CREDITORS' COMMITTEE AND DISCUSSION WITH WORKING GROUP RE: SAME (0.7); LEGAL RESEARCH RELATING TO EXPIRING CONTRACTS AND COMMUNICATIONS WITH WORKING GROUP RE: SAME (6.6).
SHIVAKUMAR D	02/21/06	8.40	ANALYSIS OF CORRESPONDENCE RELATING TO DIRECTED-BUY SUPPLIER PRICE DISPUTE AND COMMUNICATIONS WITH WORKING GROUP RE: THE SAME (1.5); TELECONFERENCE WITH WORKING GROUP TO DISCUSS EXPIRING CONTRACTS (1.7); LEGAL RESEARCH RE: ISSUES RELATING TO EXPIRING CONTRACTS (3.2); ANALYSIS OF GENERAL AGREEMENTS RELATING TO THE 1999 SPIN-OFF (2.0).
SHIVAKUMAR D	02/22/06	5.30	TELECONFERENCES WITH FTI AND COUNSEL TO ASSESS PARAMETERS OF NEXT PHASE OF FINANCIAL ANALYSES RE: EXECUTORY CONTRACTS (1.2); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO ANALYZE PRIORITIES FOR FINANCIAL ANALYSIS OF SUPPLY ARRANGEMENTS (0.7); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO DISCUSS EXPIRING CONTRACTS (0.8); DRAFT Q&A RELATING TO EXPIRING CONTRACTS (1.8); COMMUNICATIONS WITH LEGAL WORKING GROUP RE: LEGAL ISSUES RELATING TO EXPIRING CONTRACTS (0.5); COMMUNICATIONS WITH FTI RE: NEXT PHASE OF REVIEW OF EXECUTORY CONTRACTS (0.3).
SHIVAKUMAR D	02/23/06	6.90	TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO ANALYZE RESPONSES TO DIRECT BUY SUPPLIER ISSUES (0.6); TELECONFERENCE WITH FTI RE: COLLECTION OF DATA FOR NEXT PHASE OF FINANCIAL ANALYSIS RELATING TO EXECUTORY CONTRACTS AND DRAFT OF RELATED MATERIAL (1.2); PREPARE PRESENTATION SLIDES RE: ANALYSIS OF EXECUTORY CONTRACTS AND DIRECTED BUY SUPPLIER ISSUES (2.3); DRAFT POTENTIAL RESPONSE RELATING TO DIRECTED BUY SUPPLIER ISSUES (2.8).
SHIVAKUMAR D	02/24/06	4.30	TELECONFERENCES AND CORRESPONDENCE WITH WORKING GROUP TO ANALYZE POTENTIAL NEXT STEPS RELATING TO DIRECTED-BUY SUPPLIER PRICING ISSUES (2.3); REVISE POTENTIAL RESPONSE RELATING TO DIRECTED-BUY SUPPLIER PRICE ISSUE BASED ON WORKING GROUP COMMENTS (1.3); PREPARE PRESENTATION SLIDES RELATING TO CUSTOMER ISSUES (0.7).

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SHIVAKUMAR D	02/26/06	1.50	REVISE UCC PRESENTATION SLIDES RELATING TO GM-RELATED ISSUES (1.5) .
SHIVAKUMAR D	02/27/06	3.90	TELECONFERENCE WITH S. DANIELS RE: COLLECTION OF FINANCIAL INFORMATION RELATING TO GM EXECUTORY CONTRACTS (0.6); REVISE MEMORANDUM CALLING FOR THE COLLECTION OF FINANCIAL INFORMATION RELEVANT TO THE REVIEW OF EXECUTORY CONTRACTS (0.8); REVISE STATEMENT IN RESPONSE TO GM MOTION TO JOIN CREDITORS' COMMITTEE (0.7); REVISE AND FINALIZE UCC PRESENTATION SLIDES RELATING TO GM ISSUES (1.3); TELECONFERENCES WITH WORKING GROUP RE: THE COLLECTION OF FINANCIAL DATA RELATING TO EXECUTORY CONTRACTS (0.5) .
SHIVAKUMAR D	02/28/06	3.90	TELECONFERENCE WITH D. BITTNER AND TEAM RE: DIRECTED-BUY SUPPLIER PRICING ISSUES (0.7); TELECONFERENCES WITH MEMBERS OF LEGAL WORKING GROUP TO ANALYZE STRATEGY WITH REGARD TO DIRECTED-BUY SUPPLIER PRICING ISSUES (1.2); TELECONFERENCE WITH S. DANIELS TO DISCUSS POTENTIAL EXECUTORY CONTRACT REJECTION (0.5); CORRESPONDENCE WITH LEGAL WORKING GROUP SUMMARIZING DEVELOPMENTS IMPACTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.1); REVIEW MATERIALS RELATING TO NEXT PHASE OF FINANCIAL ANALYSIS OF EXECUTORY AND EXPIRING CONTRACTS (0.4) .
		192.10	
Total Counsel		192.10	

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GUZZARDO J	02/06/06	2.30	LEGAL RESEARCH FOR D. SHIVAKUMAR RE: CONTRACT REJECTION LAW (2.3).
		2.30	
KAHN MT	02/01/06	9.10	REVIEW CONTRACTS RE: POSSIBLE REJECTION (9.1).
KAHN MT	02/02/06	2.20	REVIEW CONTRACTS FOR POSSIBLE REJECTION (2.2).
KAHN MT	02/06/06	9.30	TELECONFERENCE WITH TEAM (0.8); RESEARCH RE: EXECUTORY CONTRACTS (3.5); ANALYZE CONTRACTS AND CREATE SPREADSHEET RE: SAME (5.0).
KAHN MT	02/10/06	0.40	ANALYZE CONTRACTS FOR POSSIBLE REJECTION (0.4).
KAHN MT	02/15/06	7.80	RESEARCH RE: ANTI-ASSIGNMENT CLAUSES (7.8).
KAHN MT	02/16/06	3.30	RESEARCH RE: SECTION 365 AND POST-PETITION CONTRACTS (3.3).
		32.10	
MEISLER RE	02/02/06	0.70	WORKED ON LOSS CONTRACTS (0.7).
MEISLER RE	02/05/06	5.70	REVIEWED AND COMMENTED ON LOSS CONTRACTS MOTION (3.3); REVIEWED DILIGENCE RE: SAME (2.4).
MEISLER RE	02/07/06	0.70	CONTINUED TO WORK ON LOSS CONTRACTS (0.7).
MEISLER RE	02/08/06	0.60	TELECONFERENCE WITH K. CRAFT RE: LOSS CONTRACTS (0.3); CONTINUED ANALYSIS RE: SAME (0.3).
MEISLER RE	02/10/06	2.30	CONTINUED WORKING ON LOSS CONTRACTS ANALYSIS (1.8); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.3); TELECONFERENCE WITH B. CARUSO RE: SAME (0.2).
MEISLER RE	02/11/06	3.60	CONTINUED ANALYSIS OF LOSS CONTRACTS (3.4); TELECONFERENCE WITH S. CORCORAN AND K. KUBY RE: SAME (0.2).
MEISLER RE	02/12/06	0.60	CONTINUED TO REVIEW AND ANALYZE LOSS CONTRACTS (0.5); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1).
MEISLER RE	02/21/06	0.80	ATTENTION TO LOSS CONTRACTS (0.3); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.3); TELECONFERENCE WITH B. CARUSO RE: SAME (0.2).
MEISLER RE	02/22/06	0.30	CONTINUED ANALYSIS OF LOSS CONTRACTS (0.3).
MEISLER RE	02/27/06	0.10	ATTENTION TO LOSS CONTRACTS (0.1).
		15.40	

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OLASKY P	02/01/06	9.10	REVIEW CONTRACTS RE: POSSIBLE REJECTION (9.1).
OLASKY P	02/02/06	2.20	REVIEW CONTRACTS RE: POSSIBLE REJECTION (2.2).
OLASKY P	02/10/06	5.20	REVIEWED CONTRACTS RE: POSSIBLE REJECTION (5.2).
OLASKY P	02/11/06	4.10	REVIEWED CONTRACTS RE: POSSIBLE REJECTION (4.1).

20.60

REESE RG	02/14/06	0.70	REVIEW CONTRACTS BETWEEN DAS AND GM (0.7).
REESE RG	02/15/06	0.40	ATTENTION TO ISSUES RE: CONTRACTS BETWEEN DAS AND GM (0.4).
REESE RG	02/16/06	1.30	REVIEW AND SUMMARIZE AGREEMENTS BETWEEN DAS AND GM (1.3).

2.40

ROHNER WM	02/02/06	1.80	CONDUCT LEGAL RESEARCH RE: CONTRACT ISSUES (1.8).
ROHNER WM	02/08/06	3.80	REVIEW DRAFT MEMORANDUM ON CONTRACTS ISSUE (0.3); CONDUCT LEGAL RESEARCH IN CONNECTION WITH CONTRACTS ISSUES (3.5).
ROHNER WM	02/09/06	2.20	CONDUCT LEGAL RESEARCH IN SUPPORT OF CONTRACTS ISSUE (2.2).
		7.80	

STUART NL	02/01/06	12.60	STRATEGY SESSION WITH CLIENT RE: PROCESS TO IDENTIFY AND GATHER EXECUTORY CONTRACTS (0.8); FOLLOW-UP CALLS RE: SAME (0.3); CONTINUE TO REVIEW CONTRACT LISTS AND FORMULATE PROCEDURES FOR OBTAINING AND REVIEWING POS (11.5).
STUART NL	02/02/06	5.80	CONTINUE TO WORK ON EXECUTORY CONTRACT REVIEW (3.7); MULTIPLE CONFERENCES WITH CLIENT RE: SAME (2.1).
STUART NL	02/03/06	11.60	MULTIPLE TELECONFERENCES WITH CLIENT RE: PRODUCTION OF POS (1.2); CONTINUE TO WORK ON DILIGENCE OF POS AND PART NUMBERS (7.9); REVIEW DILIGENCE LISTS COMPILED TO DATE (2.5).
STUART NL	02/04/06	4.80	REVIEW DILIGENCE SHEETS AND BEGIN FORMULATING LIST OF POTENTIAL CONTRACTS FOR REJECTION MOTION (4.8).
STUART NL	02/05/06	5.60	CONTINUE TO WORK ON CONTRACT REVIEW (5.6).

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STUART NL	02/06/06	12.40	CONTINUE TO UPDATE LOSS CONTRACT DATABASE (1.2); PREPARE ANALYSIS OF LOSS CONTRACTS FOR STRATEGY CALL (0.5); TELECONFERENCE WITH CLIENT RE: LOSS CONTRACT STRATEGY CALL (1.1); TELECONFERENCE WITH S. DANIELS RE: LOSS CONTRACTS (0.8); TELECONFERENCE WITH A. WHITT RE: PO RETRIEVAL (0.6); CONTINUE WITH DILIGENCE OF LOSS CONTRACTS (8.2).
STUART NL	02/07/06	15.80	MULTIPLE TELECONFERENCES WITH CLIENT RE: PO IDENTIFICATION PROCESS (1.2); REVIEW OF EXPIRED PO DILIGENCE (3.9); CONTINUE DILIGENCE OF LOSS CONTRACTS (6.5); CONTINUE TO RECONCILE LIST OF CONTRACTS FOR REJECTION MOTION (4.2).
STUART NL	02/08/06	12.90	REVIEW DILIGENCE ON EXPIRED CONTRACTS (2.3); REVIEW DILIGENCE ON LOSS CONTRACTS (5.3); CONTINUE TO RECONCILE CONTRACT REJECTION LIST (4.5); MULTIPLE TELECONFERENCES WITH CLIENT RE: PO RETRIEVAL (0.8).
STUART NL	02/09/06	15.50	CONTINUE TO REVIEW EXPIRING CONTRACT DILIGENCE (4.3); DRAFT OPEN ISSUE LIST FOR EXPIRING CONTRACTS (2.1); CONTINUE TO REVIEW LOSS CONTRACT DILIGENCE (5.6); MULTIPLE TELECONFERENCES WITH CLIENT RE: PO RETRIEVAL (1.4); CONTINUE TO RECONCILE CONTRACT REJECTION LIST (2.1).
STUART NL	02/10/06	16.50	WORK ON SLIDES FOR DTM PRESENTATION ON CONTRACT REJECTION AND EXPIRING CONTRACTS (2.3); FOLLOW-UP ON EXPIRING CONTRACT DILIGENCE ISSUES (4.9); REVIEW CONTRACT REJECTION ITEMS RELATED TO SERVICE PART ORDER CONTRACTS (3.7); CONTINUE TO RECONCILE DILIGENCE LIST WITH CONTRACT REJECTION LIST (3.2); MULTIPLE TELECONFERENCES WITH CLIENT RE: CONTRACT REJECTION MOTION AND PO RETRIEVAL (2.4).
STUART NL	02/11/06	4.60	MULTIPLE TELECONFERENCES RE: SPO PARTS (1.2); DRAFT DILIGENCE ITEMS RE: SAME (0.9); WORK ON REJECTION LIST RECONCILIATION (2.5).
STUART NL	02/12/06	14.80	TELECONFERENCE RE: SPO CONTRACTS (0.4); TELECONFERENCE RE: EXECUTORY CONTRACTS PRESENTATION FOR DTM MEETING (2.4); CONTINUE TO REVIEW DILIGENCE ON LOSS CONTRACTS (7.4); CONTINUE TO PREPARE LIST OF CONTRACTS FOR REJECTION (4.6).

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STUART NL	02/13/06	10.90	REVIEW AND REVISE EISENBERG DECLARATION (1.1); REVIEW AND REVISE REJECTION MOTION (0.9); CONTINUE DILIGENCE REVIEW OF EXECUTORY CONTRACT (5.3); CONTINUE COMPILING AND RECONCILING EXECUTORY CONTRACT REJECTION LIST (3.6).
STUART NL	02/14/06	11.30	CONTINUE TO REVIEW EXECUTORY CONTRACTS, INCLUDING SPO CONTRACTS (3.7); CONTINUE TO REVISE AND RECONCILE LIST OF EXECUTORY CONTRACTS TO REJECT (2.9); CONTINUE TO REVISE MOTION (0.7); CONTINUE TO REVIEW AND UPDATE EISENBERG DECLARATION (1.4); REVIEW EXPIRING CONTRACTS SUPPLEMENTAL DILIGENCE (2.6).
STUART NL	02/15/06	13.80	REVIEW ISSUES RELATED TO SPO CONTRACTS (4.1); RESEARCH RE: "EXECUTORY CONTRACT" DEFINITIONS (2.2); REVIEW FINANCIAL DATA RELATED TO SPO CONTRACTS (1.9); CONTINUE TO COMPILE AND RECONCILE LIST OF EXECUTORY CONTRACTS (1.7); REVIEW EXPIRING CONTRACT SUPPLEMENTAL DILIGENCE (3.9).
STUART NL	02/16/06	6.20	CONTINUE TO REVIEW SPO RELATED ISSUES AND WORK ON RECONCILING LIST OF SPO EXECUTORY CONTRACTS TO REJECT (5.9); REVISE EISENBERG DECLARATION (0.3).
STUART NL	02/20/06	1.70	REVIEW MASTER SEPARATION AGREEMENT (1.7).
STUART NL	02/21/06	1.60	STRATEGY DISCUSSION WITH CLIENT RE: CONTRACT REVIEW (0.3); STRATEGY DISCUSSION WITH FTI RE: CONTRACT REVIEW (0.4); FORMULATE INTERNAL CONTRACT REVIEW STRATEGY (0.9).
STUART NL	02/22/06	6.10	STRATEGY CALL WITH CLIENT RE: EXECUTORY CONTRACTS (0.6); FOLLOW-UP DISCUSSION WITH INTERNAL LEGAL TEAM (0.4); STRATEGY CALL WITH CLIENT RE: EXPIRING CONTRACTS (0.9); STRATEGIZE RE: DILIGENCE NEEDS (0.8); REVIEW DILIGENCE GATHERED TO DATE (3.4).
STUART NL	02/23/06	6.90	REVIEW AND ANALYZE DILIGENCE STRATEGIES FOR PHASE TWO OF EXECUTORY CONTRACT PROJECT (1.7); RESEARCH RE: EXECUTORY CONTRACT REJECTION (1.6); ANALYSIS OF EXPIRING CONTRACTS (1.2); ANALYSIS OF SCHEDULES D, E AND F (0.3); ANALYSIS OF EXPIRING NILES CONTRACTS (2.1).

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STUART NL	02/27/06	2.70	RESEARCH/REVIEW ASSIGNABILITY OF CONTRACTS IN BRAKING DIVISION (1.8); STRATEGY DISCUSSION RE: SAME (0.3); TELECONFERENCE WITH CLIENT RE: SALE OF CONTRACTS (0.2); TELECONFERENCE WITH S. DANIELS RE: PHASE 2 DILIGENCE PROJECT (0.4).
		194.10	
TOUSSI S	02/01/06	3.30	DRAFT AND REVISE MEMO ON ENFORCEABILITY OF CHANGE IN CONTROL PROVISIONS IN TERMS AND CONDITIONS IN CONNECTION WITH SALE OF ASSETS (2.5); ADDRESS GM SETOFF ISSUES AND POTENTIAL/MAXIMUM AMOUNT OF PREPETITION SETOFF CLAIM (0.8).
TOUSSI S	02/02/06	2.00	ADDRESS GM SETOFF MATTERS (0.5); CONTINUE DRAFTING AND REVISE GM CHANGE IN CONTROL PROVISIONS (1.5).
TOUSSI S	02/03/06	3.00	REVIEW REVISED TERM SHEET RE: GM AND LOSS CONTRACT AND ASSET DISPOSITION ISSUES AND ADDRESS ISSUES RE: SAME (1.0); ADDRESS GM SETOFF ISSUES RE: FIRST AND SECOND SETOFF DEMAND (0.9); RESEARCH AND REVISE MEMO RE: CHANGE IN CONTROL PROVISION IN LOSS CONTRACT IN CONNECTION WITH POS TO BE ASSIGNED POSTPETITION (1.1).
TOUSSI S	02/06/06	1.20	ADDRESS ISSUES RE: GM SETOFF MATTERS RELATED TO MEDIATION (0.5); ADDRESS ISSUES RE: STATUS OF GM'S SETOFF DEMANDS (0.7).
TOUSSI S	02/07/06	0.70	REVIEW DRAFT TERM SHEET RE: GM/UNIONS, FOLLOWUP ISSUES RE: SAME (0.7).
TOUSSI S	02/09/06	1.50	RESEARCH ISSUES RE: SETOFF AND GM (0.7); REVIEW DIP ORDER AND ANALYZE SAME IN CONTEXT OF GM'S FIRST AND SECOND SETOFF DEMAND (0.8).
TOUSSI S	02/14/06	2.60	ADDRESS GM'S SETOFF CLAIM ISSUES RE: MEDIATION (1.3); EDIT AND REVISE MEMO RE: CHANGE IN CONTROL IN TERMS AND CONDITIONS (1.3).
TOUSSI S	02/15/06	1.40	RESEARCH ISSUES RE: GM SETOFF REQUESTS AND LOSS CONTRACT ISSUES (0.8); ADDRESS CORRESPONDENCE RE: SAME (0.6).
TOUSSI S	02/22/06	1.00	ADDRESS VARIOUS GM SETOFF ISSUES RE: FIRST AND SECOND SETOFF CLAIM (1.0).

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TOUSSI S	02/27/06	1.70	ADDRESS AND RESOLVE ISSUES RE: GM'S SECOND SETOFF REQUEST (0.8); RESEARCH ISSUES RE: MUTUALITY IN CONNECTION WITH SAME (0.6); VARIOUS TELECONFERENCES AND CORRESPONDENCE RE: SAME (0.3).
		18.40	
ZALTZMAN H	02/01/06	9.10	REVIEW CONTRACTS RE: POSSIBLE REJECTION (9.1).
ZALTZMAN H	02/02/06	2.20	CONTINUE REVIEW OF CONTRACTS FOR POSSIBLE REJECTION (2.2).
ZALTZMAN H	02/07/06	5.50	BEGIN RESEARCHING FOR MEMO RE: ECONOMIC DURESS DOCTRINE IN MICHIGAN (2.8); BEGIN DRAFTING MEMO RE: ECONOMIC DURESS DOCTRINE IN MICHIGAN IN BANKRUPTCY CONTEXT (2.7).
ZALTZMAN H	02/08/06	10.30	CONTINUE DRAFTING MEMO RE: ECONOMIC DURESS DOCTRINE AS APPLIED TO CONTRACT REJECTION (8.2); RESEARCH REASONABLE COMMERCIAL STANDARD IN BANKR. CONTEXT (1.2); RESEARCH 363 (B) STANDARDS FOR MODIFYING PREPETITION CONTRACTS (0.5); RESEARCH "REASONABLE TIME" CONCEPT RE: TERMINATION OF FIXED TIME CONTRACTS (0.4).
ZALTZMAN H	02/09/06	2.90	DRAFT EMAIL RE: UCC SECTION 2-309 APPLICATION TO POSTPETITION CONTRACTS (0.5); REVIEW GENTEK PRECEDENT RE: NOTICE IN BANKRUPTCY CONTRACT REJECTION (0.2); RESEARCH LEVEL OF INTERIM CONTRACT REPRICING IN AUTO SUPPLIER INDUSTRY (2.2).
ZALTZMAN H	02/10/06	5.30	DILIGENCE RE: ASSUMPTION/REJECTION OF CONTRACTS (5.3).
		35.30	
Total Associate		328.40	
BUCKMAN K	02/02/06	11.00	CODE CLIENT DOCUMENTS CODE CONTRACTS IN CONCORDANCE DATABASE (11.0).
BUCKMAN K	02/03/06	10.80	CODE DOCUMENTS IN CONCORDANCE DATABASE (10.8).
BUCKMAN K	02/06/06	8.30	CODE CLIENT DOCUMENTS (8.3).
BUCKMAN K	02/07/06	9.40	CODE CLIENT DOCUMENTS (9.4).
BUCKMAN K	02/08/06	10.50	CODE CLIENT DOCUMENTS (10.5).
BUCKMAN K	02/09/06	9.00	CODE CLIENT DOCUMENTS (9.0).
BUCKMAN K	02/10/06	10.50	CODE CLIENT DOCUMENTS (10.5).
BUCKMAN K	02/11/06	3.90	CODE CLIENT DOCUMENTS (3.9).

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BUCKMAN K	02/13/06	7.50	CODE CLIENT DOCUMENTS (7.5).
BUCKMAN K	02/14/06	7.30	CODE CLIENT DOCUMENTS (7.3).
BUCKMAN K	02/15/06	7.60	CODE CLIENT DOCUMENTS (7.6).
BUCKMAN K	02/16/06	7.20	CODE CLIENT DOCUMENTS (7.2).
BUCKMAN K	02/17/06	7.00	CODE CLIENT DOCUMENTS (7.0).
		110.00	
CHOW PP	02/01/06	4.80	PREPARE AND DEMONSTRATE GM LOSS CONTRACTS DATABASE (0.7); EDIT / REVISE CODING FIELDS FOR DATABASE OF GM LOSS CONTRACTS AND FILE MAINTENANCE SAME (4.1).
CHOW PP	02/02/06	9.90	PREPARE AND DEMONSTRATE GM EXPIRED AND LOSS CONTRACTS DATABASES (1.6); EDIT / REVISE INSTRUCTIONS FOR CODING IN SAME (0.8); EDIT/REVISE FIELDS TO GM EXPIRED CONTRACTS DATABASE (0.6); REVIEW CODED FIELDS FOR SAME AND EDIT / REVISE SAME (3.2); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE AND DISTRIBUTE ASSIGNMENTS FOR SAME (0.8); REVIEW AND CODE TERMS & CONDITIONS AND CUSTOMER FIELDS IN GM LOSS CONTRACTS DATABASE (2.9).
CHOW PP	02/03/06	9.40	COORDINATE WITH A. WHITT RE: REQUEST FOR ADDITIONAL GM LOSS CONTRACTS (0.3); PREPARE ELECTRONIC COPIES OF SAME FOR REVIEW IN DATABASE (1.4); REVIEW AND EDIT / REVISE CODING FIELDS FOR SAME (2.6); REVIEW GM EXPIRED CONTRACTS FOR ACCURACY IN CODING (3.0); EDIT / REVISE CODING FIELDS FOR SAME (2.1).
CHOW PP	02/04/06	5.10	EDIT/REVISE CODING FIELDS FOR DATABASE OF GM EXPIRED CONTRACTS AND FILE MAINTENANCE SAME (3.8); PREPARE ELECTRONIC DATABASE OF GM LOSS CONTRACTS FOR REVIEW (1.3).
CHOW PP	02/06/06	3.30	PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (3.3).
CHOW PP	02/07/06	11.10	INDEX BINDERS OF EXPIRED PARTS OPERATIONS CONTRACTS (0.6); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (2.8); PREPARE BINDER OF SERVICE PARTS OPERATION CONTRACTS (1.4); REVIEW SAME AND PREPARE LIST OF GENERAL MOTORS PARTS FOR SAME (6.3).

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CHOW PP	02/08/06	14.20	REVIEW BINDER OF SERVICE PARTS OPERATION CONTRACTS AND PREPARE LIST OF GENERAL MOTORS PARTS FOR EACH CONTRACT (8.2); PREPARE SPREAD SHEET OF CONSOLIDATED PARTS AND ELIMINATE DUPLICATES FROM SAME (2.1); REVIEW BINDERS OF EXPIRED PARTS OPERATIONS CONTRACTS (1.1); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (2.8).
CHOW PP	02/09/06	11.40	PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (2.3); REVIEW SERVICE PARTS OPERATION CONTRACTS AND CODE SAME IN ELECTRONIC DATABASE (4.4); UPDATE MASTER LIST OF PARTS TO REJECT WITH PART OPERATIONS CONTRACT NUMBERS (4.7).
CHOW PP	02/10/06	12.70	PREPARE LIST OF PART NUMBERS BY SERVICE PARTS OPERATIONS CONTRACT (3.2); REVIEW SUMMARY OF EXPIRED CONTRACTS AND UPDATE SPREADSHEET OF SAME (1.7); EDIT/REVISE MASTER LIST OF PARTS TO REJECT WITH PARTS OPERATIONS CONTRACT NUMBERS (1.4); REVIEW LIST OF PART NUMBERS ON SERVICE PARTS OPERATIONS CONTRACTS AND COMPARE SAME AGAINST ORIGINAL LIST OF 2,400 PARTS TO REJECT (6.4).
CHOW PP	02/11/06	9.50	REVIEW PARTS OPERATIONS CONTRACTS (3.7); EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (5.8).
CHOW PP	02/13/06	9.60	REVIEW DUE DILIGENCE DOCUMENTS FOR AFRICA / MIDDLE EAST SERVICE PARTS OPERATIONS CONTRACTS (1.9); EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (5.4); REVIEW LIST OF OUTSTANDING PARTS OPERATIONS CONTRACTS AND UPDATE LOSS CONTRACTS DATABASE WITH SAME (1.4); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (0.9).
CHOW PP	02/14/06	9.10	EDIT/REVISE SUMMARY OF PARTS RE: SERVICE PARTS OPERATIONS CONTRACTS AND PREPARE SAME FOR DISTRIBUTION TO FINANCIAL CONSULTANTS (3.8); EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (3.2); UPDATE ELECTRONIC DATABASE OF GM LOSS CONTRACTS (1.4); REVIEW EXPIRED CONTRACTS FOR POST-EFFECTIVE DATES (0.7).

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CHOW PP	02/15/06	11.80	REVIEW PARTS OPERATION CONTRACTS AND EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (8.4); PREPARE LIST OF OPEN ISSUES WITH SPECIFIC PART NUMBERS FROM SAME (0.8); EDIT/REVISE SUMMARY OF PART NUMBERS RE: SERVICE PARTS OPERATIONS CONTRACTS (2.6).
CHOW PP	02/16/06	5.20	REVIEW PARTS OPERATION CONTRACTS AND EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (3.8); UPDATE ELECTRONIC DATABASE OF SERVICE PARTS OPERATIONS CONTRACTS WITH AMENDMENTS TO SAME INCLUDING ADDITIONAL PART NUMBERS (1.4).
CHOW PP	02/17/06	3.80	REVIEW ELECTRONIC DATABASE OF GM LOSS CONTRACTS AND FILE MAINTENANCE SAME (3.8).
CHOW PP	02/24/06	3.10	REVIEW GENERAL MOTORS EXPIRED CONTRACTS AND ELECTRONIC DATABASE OF LOSS CONTRACTS (3.1).
		134.00	
DEMMA J	02/01/06	3.60	PREPARE/ORGANIZE CHART OF CONTRACT RELATED MATERIALS (3.6).
DEMMA J	02/03/06	0.60	PREPARE CONTRACT MATERIALS FOR ATTORNEY REVIEW (0.6).
DEMMA J	02/07/06	1.60	RESEARCH PRECEDENT RE: LOSS CONTRACTS (1.6).
DEMMA J	02/23/06	0.70	ORGANIZE/INDEX EXECUTED AGREEMENTS (0.7).
		6.50	
HENDRICK D	02/02/06	10.10	CODE CONTRACTS IN CONCORDANCE (10.1).
HENDRICK D	02/03/06	9.60	CODE LOSS CONTRACTS (9.6).
HENDRICK D	02/05/06	7.00	CODE LOSS CONTRACTS (7.0).
HENDRICK D	02/06/06	6.30	CODE LOSS CONTRACTS (6.3).
HENDRICK D	02/07/06	8.50	CODE LOSS CONTRACTS INTO CONCORDANCE (8.5).
HENDRICK D	02/08/06	10.40	CODE LOSS CONTRACTS AND EXPIRED CONTRACTS INTO CONCORDANCE (10.4).
HENDRICK D	02/09/06	10.90	EDIT/REVISE CHARTS RE: MASTER LIST SPREADSHEET WITH PART NUMBERS, SPOS, PO NUMBERS, ETC. (8.9); EDIT/REVISE CHARTS RE: EXPIRED MASTER LIST SPREADSHEET (2.0).
HENDRICK D	02/10/06	10.60	REVIEW AND CODE INFORMATION FROM EXPIRED AND LOSS CONTRACTS INTO SPREADSHEET REPORTS (10.6).

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HENDRICK D	02/11/06	4.20	REVIEW REVIEW DOCUMENTS IN LOSS CONTRACT DATABASE AND CODE DOCUMENTS INTO DATABASE (4.2).
HENDRICK D	02/13/06	6.00	CODE CLIENT DOCUMENTS TAG CONTRACTS TO BE REJECTED IN LOSS AND EXPIRED CONTRACTS DATABASE (4.5); REVIEW RECONCILIATION (1.5).
HENDRICK D	02/14/06	7.20	CODE CLIENT DOCUMENTS CODE DOCUMENTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (7.2).
HENDRICK D	02/15/06	7.40	CODE CLIENT DOCUMENTS CODE DOCUMENTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (7.4).
HENDRICK D	02/16/06	5.90	CODE CLIENT DOCUMENTS CODE DOCUMENTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (5.9).
HENDRICK D	02/17/06	6.40	CODE CLIENT DOCUMENTS CODE CONTRACTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (6.4).
		110.50	
JIN D	02/02/06	11.20	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (11.2).
JIN D	02/03/06	10.20	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (10.2).
JIN D	02/04/06	3.50	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (3.5).
JIN D	02/05/06	7.50	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (7.5).
JIN D	02/06/06	7.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (7.2).
JIN D	02/07/06	9.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (9.2).
JIN D	02/08/06	11.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (11.2).
JIN D	02/09/06	10.20	ASSIST WITH RESEARCH RE: CUSTOMER PURCHASE ORDERS, GENERAL MOTORS PART NUMBERS IN CONNECTION WITH THE MASTER LIST OF 1,395 REJECT CONTRACTS (8.0); MAINTAIN DATABASE FOR CONCORDANCE DATABASE OF LOSS CONTRACTS (2.2).

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JIN D	02/10/06	11.70	ASSIST WITH RESEARCH RE: PURCHASE ORDERS AND GENERAL MOTORS PART NUMBERS IN RELATION TO LOSS AND EXPIRED CONTRACTS (11.7).
JIN D	02/11/06	5.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE FOR EXPIRED CONTRACTS (5.2).
		87.10	
SCHER S	02/02/06	10.50	CODE CLIENT DOCUMENTS ENTER IN DATA FROM CONTRACTS (10.5).
SCHER S	02/03/06	10.10	CODE CLIENT CONTRACTS (10.1).
SCHER S	02/05/06	6.10	REVIEW CONTRACTS (6.1).
SCHER S	02/06/06	6.60	REVIEW CONTRACTS AND CODE IN CONCORDANCE (6.6).
SCHER S	02/07/06	8.90	REVIEW AND CODE CONTRACTS (8.9).
SCHER S	02/08/06	10.50	REVIEW CONTRACTS, AND CODE IN LOSS AND EXPIRED CONTRACTS DATABASES (10.5).
SCHER S	02/09/06	9.70	REVIEW CONTRACTS AND CODE INTO CONCORDANCE (2.3); EDIT/REVISE CHARTS RE: PART NUMBER CHECKLISTS AND MASTER LIST OF PART ORDERS AND PART NUMBERS (7.4).
SCHER S	02/10/06	10.70	CODE CLIENT CONTRACTS INTO CONCORDANCE (4.0); EDIT/REVISE CHARTS RE: PART NUMBERS, PO NUMBERS, AND CUSTOMERS (6.7).
SCHER S	02/11/06	4.90	CODE CLIENT DOCUMENTS AND REVIEW BINDERS OF CLIENT CONTRACTS AND ENTER IN CONTACTS NOT ALREADY IN DATABASE (4.9).
SCHER S	02/13/06	2.50	CODE CLIENT DOCUMENTS AND TAG SELECTED DOCUMENTS IN TWO CONCORDANCE DATABASES; ALSO, COMPILE LIST OF PO NUMBERS FOR TWO DOZEN PART NUMBER/CUSTOMER REFERENCES (2.5).
		80.50	
Total Legal Assistant		528.60	
TOTAL TIME		<u>1,206.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/01/06	Hendrick D	811.83
Air/Rail Travel - vendor feed	02/01/06	Scher S	316.31
Air/Rail Travel - vendor feed	02/01/06	Jin D	370.87
Air/Rail Travel - vendor feed	02/01/06	Buckman K	964.14
Air/Rail Travel - vendor feed	02/02/06	Stuart NL	120.30
Air/Rail Travel - vendor feed	02/02/06	Shivakumar D	432.56
Air/Rail Travel - vendor feed	02/02/06	Kahn MT	-187.31
Air/Rail Travel - vendor feed	02/02/06	Kahn MT	187.31
Air/Rail Travel - vendor feed	02/06/06	Zaltzman H	1,112.13
Air/Rail Travel - vendor feed	02/06/06	Buckman K	964.14
Air/Rail Travel - vendor feed	02/06/06	Zaltzman H	-1,112.13
Air/Rail Travel - vendor feed	02/06/06	Buckman K	-459.56
Air/Rail Travel - vendor feed	02/10/06	Kahn MT	364.99
Air/Rail Travel - vendor feed	02/12/06	Jin D	423.79
Air/Rail Travel - vendor feed	02/15/06	Scher S	171.02
Air/Rail Travel - vendor feed	02/19/06	Buckman K	244.61
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$4,725.00
In-house Reproduction	02/10/06	Copy Center, D	30.45
In-house Reproduction	02/14/06	Copy Center, D	3.95
In-house Reproduction	02/17/06	Copy Center, D	0.60
		TOTAL IN-HOUSE REPRODUCTION	\$35.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	02/24/06	Telecommunications, D	2.82
Telephone Expense	02/24/06	Telecommunications, D	3.14
Telephone Expense	02/24/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$6.00
Non-standard/Outside Reproduction	02/04/06	Landmark Document Services	399.33
Non-standard/Outside Reproduction	02/04/06	Landmark Document Services	281.00
Non-standard/Outside Reproduction	02/10/06	Landmark Document Services	125.67
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$806.00
Lexis/Nexis	02/06/06	Kahn MT	217.67
Lexis/Nexis	02/08/06	Zaltzman H	1,505.38
Lexis/Nexis	02/09/06	Zaltzman H	525.58
Lexis/Nexis	02/15/06	Kahn MT	617.00
Lexis/Nexis	02/16/06	Kahn MT	654.31
Lexis/Nexis	02/16/06	Zaltzman H	730.64
Lexis/Nexis	02/17/06	Zaltzman H	207.24
Lexis/Nexis	02/17/06	Stuart NL	17.18
		TOTAL LEXIS/NEXIS	\$4,475.00
Westlaw	02/03/06	Stuart NL	19.18
Westlaw	02/14/06	Stuart NL	65.71
Westlaw	02/14/06	Stuart NL	169.75
Westlaw	02/17/06	Stuart NL	9.59
Westlaw	02/21/06	Shivakumar D	483.40
Westlaw	02/22/06	Stuart NL	73.53
Westlaw	02/23/06	Stuart NL	37.84
		TOTAL WESTLAW	\$859.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Scanning Services	02/08/06	Flash Cab Co.	13.00
		TOTAL SCANNING SERVICES	\$13.00
Vendor Hosted Teleconferencing	02/09/06	InterCall, Inc.	590.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$590.00
Air/Rail Travel (external)	02/04/06	Kahn MT	36.04
Air/Rail Travel (external)	02/16/06	Butler, Jr. J	251.96
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$288.00
Out-of-Town Travel	02/01/06	Jin D	340.43
Out-of-Town Travel	02/01/06	Kahn MT	764.33
Out-of-Town Travel	02/01/06	Buckman K	40.00
Out-of-Town Travel	02/01/06	Scher S	43.45
Out-of-Town Travel	02/01/06	Jin D	40.00
Out-of-Town Travel	02/02/06	Buckman K	10.00
Out-of-Town Travel	02/02/06	Jin D	340.43
Out-of-Town Travel	02/02/06	Kahn MT	30.00
Out-of-Town Travel	02/02/06	Kahn MT	27.00
Out-of-Town Travel	02/02/06	Stuart NL	638.47
Out-of-Town Travel	02/02/06	Stuart NL	360.06
Out-of-Town Travel	02/02/06	Scher S	10.00
Out-of-Town Travel	02/03/06	Buckman K	1,021.30
Out-of-Town Travel	02/03/06	Buckman K	10.00
Out-of-Town Travel	02/03/06	Scher S	6.00
Out-of-Town Travel	02/03/06	Scher S	10.00
Out-of-Town Travel	02/03/06	Jin D	10.00
Out-of-Town Travel	02/03/06	Jin D	340.43
Out-of-Town Travel	02/04/06	Jin D	340.43
Out-of-Town Travel	02/04/06	Kahn MT	10.00
Out-of-Town Travel	02/04/06	Kahn MT	2,042.60
Out-of-Town Travel	02/04/06	Kahn MT	40.00
Out-of-Town Travel	02/05/06	Jin D	6.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/05/06	Jin D	340.43
Out-of-Town Travel	02/05/06	Scher S	10.50
Out-of-Town Travel	02/05/06	Kahn MT	5.00
Out-of-Town Travel	02/05/06	Kahn MT	5.00
Out-of-Town Travel	02/06/06	Jin D	340.43
Out-of-Town Travel	02/06/06	Kahn MT	6.00
Out-of-Town Travel	02/06/06	Kahn MT	7.00
Out-of-Town Travel	02/06/06	Kahn MT	4.00
Out-of-Town Travel	02/07/06	Scher S	9.50
Out-of-Town Travel	02/07/06	Jin D	340.43
Out-of-Town Travel	02/07/06	Kahn MT	8.00
Out-of-Town Travel	02/07/06	Kahn MT	7.00
Out-of-Town Travel	02/08/06	Kahn MT	5.00
Out-of-Town Travel	02/08/06	Kahn MT	6.00
Out-of-Town Travel	02/08/06	Jin D	340.43
Out-of-Town Travel	02/09/06	Jin D	340.43
Out-of-Town Travel	02/09/06	Kahn MT	9.00
Out-of-Town Travel	02/09/06	Kahn MT	8.00
Out-of-Town Travel	02/09/06	Kahn MT	8.00
Out-of-Town Travel	02/09/06	Kahn MT	7.00
Out-of-Town Travel	02/09/06	Kahn MT	7.00
Out-of-Town Travel	02/10/06	Scher S	14.00
Out-of-Town Travel	02/10/06	Jin D	340.43
Out-of-Town Travel	02/10/06	Buckman K	1,702.17
Out-of-Town Travel	02/10/06	Buckman K	18.00
Out-of-Town Travel	02/11/06	Scher S	11.00
Out-of-Town Travel	02/11/06	Jin D	340.43
Out-of-Town Travel	02/12/06	Scher S	8.00
Out-of-Town Travel	02/12/06	Jin D	22.00
Out-of-Town Travel	02/12/06	Buckman K	10.00
Out-of-Town Travel	02/13/06	Scher S	8.00
Out-of-Town Travel	02/13/06	Buckman K	86.00
Out-of-Town Travel	02/13/06	Buckman K	10.00
Out-of-Town Travel	02/14/06	Scher S	60.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/14/06	Scher S	4,425.63
Out-of-Town Travel	02/16/06	Hendrick D	7.00
Out-of-Town Travel	02/16/06	Hendrick D	205.00
Out-of-Town Travel	02/16/06	Hendrick D	7.00
Out-of-Town Travel	02/16/06	Buckman K	10.00
Out-of-Town Travel	02/16/06	Hendrick D	426.00
Out-of-Town Travel	02/16/06	Butler, Jr. J	64.34
Out-of-Town Travel	02/16/06	Butler, Jr. J	48.00
Out-of-Town Travel	02/16/06	Butler, Jr. J	124.71
Out-of-Town Travel	02/16/06	Butler, Jr. J	9.50
Out-of-Town Travel	02/17/06	Hendrick D	2,383.03
Out-of-Town Travel	02/17/06	Hendrick D	8.04
Out-of-Town Travel	02/17/06	Hendrick D	14.00
Out-of-Town Travel	02/17/06	Buckman K	10.00
Out-of-Town Travel	02/17/06	Buckman K	14.00
Out-of-Town Travel	02/17/06	Buckman K	2,384.28
Out-of-Town Travel	02/17/06	Hendrick D	5,787.36
Out-of-Town Travel	02/17/06	Hendrick D	34.00
Out-of-Town Travel	02/18/06	Hendrick D	25.00
		TOTAL OUT-OF-TOWN TRAVEL	\$26,912.00
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	14.83
Messengers/ Courier	02/12/06	United Parcel Service	58.55
Messengers/ Courier	02/19/06	United Parcel Service	7.31
Messengers/ Courier	02/26/06	United Parcel Service	7.31
		TOTAL MESSENGERS/ COURIER	\$88.00
Out-of-Town Meals	02/01/06	Zaltzman H	67.49
Out-of-Town Meals	02/01/06	Kahn MT	18.11
Out-of-Town Meals	02/01/06	Hendrick D	8.00
Out-of-Town Meals	02/01/06	Kahn MT	5.39
Out-of-Town Meals	02/01/06	Jin D	8.00
Out-of-Town Meals	02/01/06	Jin D	8.00
Out-of-Town Meals	02/01/06	Scher S	8.00
Out-of-Town Meals	02/01/06	Stuart NL	12.08

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/02/06	Buckman K	8.00
Out-of-Town Meals	02/02/06	Jin D	8.00
Out-of-Town Meals	02/02/06	Kahn MT	26.31
Out-of-Town Meals	02/02/06	Kahn MT	18.70
Out-of-Town Meals	02/02/06	Hendrick D	8.00
Out-of-Town Meals	02/02/06	Scher S	8.00
Out-of-Town Meals	02/02/06	Scher S	8.00
Out-of-Town Meals	02/02/06	Stuart NL	12.08
Out-of-Town Meals	02/02/06	Stuart NL	17.25
Out-of-Town Meals	02/02/06	Zaltzman H	46.81
Out-of-Town Meals	02/03/06	Buckman K	8.00
Out-of-Town Meals	02/03/06	Kahn MT	36.91
Out-of-Town Meals	02/03/06	Hendrick D	8.00
Out-of-Town Meals	02/03/06	Scher S	8.00
Out-of-Town Meals	02/04/06	Jin D	8.00
Out-of-Town Meals	02/04/06	Jin D	8.00
Out-of-Town Meals	02/04/06	Jin D	8.00
Out-of-Town Meals	02/04/06	Buckman K	8.00
Out-of-Town Meals	02/04/06	Buckman K	8.00
Out-of-Town Meals	02/04/06	Kahn MT	41.59
Out-of-Town Meals	02/04/06	Scher S	8.00
Out-of-Town Meals	02/04/06	Scher S	8.00
Out-of-Town Meals	02/04/06	Scher S	8.00
Out-of-Town Meals	02/05/06	Hendrick D	8.00
Out-of-Town Meals	02/05/06	Hendrick D	8.00
Out-of-Town Meals	02/05/06	Scher S	8.00
Out-of-Town Meals	02/05/06	Scher S	8.00
Out-of-Town Meals	02/05/06	Jin D	8.00
Out-of-Town Meals	02/05/06	Jin D	8.00
Out-of-Town Meals	02/05/06	Jin D	8.00
Out-of-Town Meals	02/05/06	Kahn MT	35.18
Out-of-Town Meals	02/05/06	Kahn MT	17.18
Out-of-Town Meals	02/05/06	Scher S	15.00
Out-of-Town Meals	02/06/06	Hendrick D	8.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/06/06	Hendrick D	15.00
Out-of-Town Meals	02/06/06	Kahn MT	25.94
Out-of-Town Meals	02/06/06	Jin D	8.00
Out-of-Town Meals	02/06/06	Buckman K	8.00
Out-of-Town Meals	02/06/06	Buckman K	15.00
Out-of-Town Meals	02/06/06	Scher S	15.00
Out-of-Town Meals	02/06/06	Scher S	8.00
Out-of-Town Meals	02/06/06	Jin D	8.00
Out-of-Town Meals	02/07/06	Scher S	8.00
Out-of-Town Meals	02/07/06	Hendrick D	8.00
Out-of-Town Meals	02/07/06	Jin D	8.00
Out-of-Town Meals	02/07/06	Buckman K	8.00
Out-of-Town Meals	02/08/06	Scher S	8.00
Out-of-Town Meals	02/08/06	Jin D	8.00
Out-of-Town Meals	02/08/06	Jin D	8.00
Out-of-Town Meals	02/08/06	Hendrick D	8.00
Out-of-Town Meals	02/08/06	Buckman K	8.00
Out-of-Town Meals	02/08/06	Kahn MT	10.01
Out-of-Town Meals	02/09/06	Jin D	8.00
Out-of-Town Meals	02/09/06	Scher S	8.00
Out-of-Town Meals	02/09/06	Hendrick D	8.00
Out-of-Town Meals	02/09/06	Buckman K	8.00
Out-of-Town Meals	02/09/06	Kahn MT	29.99
Out-of-Town Meals	02/10/06	Hendrick D	8.00
Out-of-Town Meals	02/10/06	Buckman K	8.00
Out-of-Town Meals	02/10/06	Jin D	8.00
Out-of-Town Meals	02/10/06	Scher S	8.00
Out-of-Town Meals	02/11/06	Scher S	15.00
Out-of-Town Meals	02/11/06	Scher S	8.00
Out-of-Town Meals	02/11/06	Scher S	8.00
Out-of-Town Meals	02/11/06	Jin D	8.00
Out-of-Town Meals	02/11/06	Jin D	8.00
Out-of-Town Meals	02/11/06	Jin D	8.00
Out-of-Town Meals	02/11/06	Hendrick D	8.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/11/06	Hendrick D	15.00
Out-of-Town Meals	02/11/06	Buckman K	8.00
Out-of-Town Meals	02/11/06	Buckman K	15.00
Out-of-Town Meals	02/11/06	Buckman K	8.00
Out-of-Town Meals	02/11/06	Hendrick D	15.00
Out-of-Town Meals	02/11/06	Hendrick D	8.00
Out-of-Town Meals	02/12/06	Scher S	8.00
Out-of-Town Meals	02/12/06	Scher S	8.00
Out-of-Town Meals	02/12/06	Scher S	8.00
Out-of-Town Meals	02/12/06	Jin D	8.00
Out-of-Town Meals	02/12/06	Jin D	8.00
Out-of-Town Meals	02/12/06	Jin D	8.00
Out-of-Town Meals	02/12/06	Buckman K	8.00
Out-of-Town Meals	02/12/06	Buckman K	8.00
Out-of-Town Meals	02/12/06	Buckman K	8.00
Out-of-Town Meals	02/13/06	Scher S	8.00
Out-of-Town Meals	02/13/06	Hendrick D	8.00
Out-of-Town Meals	02/13/06	Buckman K	22.36
Out-of-Town Meals	02/13/06	Buckman K	8.00
Out-of-Town Meals	02/13/06	Buckman K	8.00
Out-of-Town Meals	02/13/06	Hendrick D	8.00
Out-of-Town Meals	02/14/06	Scher S	10.45
Out-of-Town Meals	02/14/06	Scher S	8.00
Out-of-Town Meals	02/14/06	Hendrick D	8.00
Out-of-Town Meals	02/14/06	Buckman K	8.00
Out-of-Town Meals	02/14/06	Buckman K	44.99
Out-of-Town Meals	02/14/06	Hendrick D	8.00
Out-of-Town Meals	02/15/06	Hendrick D	8.00
Out-of-Town Meals	02/15/06	Hendrick D	37.36
Out-of-Town Meals	02/15/06	Buckman K	8.00
Out-of-Town Meals	02/15/06	Hendrick D	37.36
Out-of-Town Meals	02/15/06	Hendrick D	8.00
Out-of-Town Meals	02/16/06	Butler, Jr. J	19.99
Out-of-Town Meals	02/16/06	Butler, Jr. J	10.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/16/06	Butler, Jr. J	48.97
Out-of-Town Meals	02/16/06	Hendrick D	15.00
Out-of-Town Meals	02/16/06	Hendrick D	8.00
Out-of-Town Meals	02/16/06	Hendrick D	8.00
Out-of-Town Meals	02/16/06	Hendrick D	15.00
Out-of-Town Meals	02/16/06	Buckman K	8.00
Out-of-Town Meals	02/16/06	Buckman K	15.00
Out-of-Town Meals	02/17/06	Hendrick D	8.00
Out-of-Town Meals	02/17/06	Buckman K	8.00
Out-of-Town Meals	02/17/06	Buckman K	15.00
Out-of-Town Meals	02/17/06	Hendrick D	8.00
Out-of-Town Meals	02/17/06	Hendrick D	8.00
Out-of-Town Meals	02/18/06	Hendrick D	8.00
Out-of-Town Meals	02/18/06	Hendrick D	8.00
Out-of-Town Meals	02/19/06	Buckman K	8.00
Out-of-Town Meals	02/19/06	Buckman K	8.00
		TOTAL OUT-OF-TOWN MEALS	\$1,553.00
Contracted Catering-NY	02/09/06	Butler, Jr. J	1,008.00
		TOTAL CONTRACTED CATERING-NY	\$1,008.00
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	1.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$1.00
		TOTAL MATTER	\$41,359.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/06	0.90	CONTINUE TO WORK ON GM NEGOTIATIONS INCLUDING MEETING WITH DELPHI SENIOR MANAGEMENT TEAM IN NEW YORK CITY (0.6); REVIEW PRESENTATION MATERIALS FROM GENERAL MOTORS (EMAIL FROM M. LUCAS) (0.3).
BUTLER, JR. J	03/02/06	1.40	REVIEW AND FINALIZE STATEMENT TO BE FILED RE: GM REQUEST TO BE ADDED TO CREDITORS' COMMITTEE (0.8); CONTINUE TO REVIEW EXECUTORY CONTRACT MOTION AND RELATED PLEADINGS (0.6).
BUTLER, JR. J	03/03/06	0.30	FOLLOW-UP ON GM SOURCING DECISION INCLUDING EMAILS WITH R. O'NEAL AND D. RESNICK (0.3).
BUTLER, JR. J	03/07/06	0.90	PREPARE FOR MARCH 8TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN NEW YORK CITY (0.6); REVIEW SIDE-BY-SIDE DEAL COMPARISON (0.3).
BUTLER, JR. J	03/08/06	2.50	PREPARE FOR (0.7) AND ATTEND (1.8) MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN NEW YORK CITY.
BUTLER, JR. J	03/09/06	0.80	FOLLOW-UP ON MARCH 8TH MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN NEW YORK CITY INCLUDING EMAILS FROM/TO S. MILLER AND D. RESNICK (0.8).
BUTLER, JR. J	03/10/06	0.30	EMAIL FROM R. O'NEAL RE POS MATTERS AND FOLLOW-UP ON SAME (0.3).
BUTLER, JR. J	03/12/06	0.70	REVIEW AND CONSIDER DRAFT GM TERMSHEET (0.4); PREPARE FOR MARCH 13TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN DETROIT (0.3).
BUTLER, JR. J	03/13/06	3.80	PREPARE FOR (0.7) AND PARTICIPATE IN (2.8) SENIOR LEADERSHIP BETWEEN GM AND DELPHI REPRESENTATIVES IN DETROIT; PREPARE FOR MARCH 14TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY (0.3).
BUTLER, JR. J	03/14/06	6.80	PREPARE FOR (0.6) AND PARTICIPATE (INCLUDING RECESSES AND MANAGEMENT BREAKOUTS) IN (5.8) SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY; PREPARE FOR MARCH 15TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/15/06	4.10	PREPARE FOR (0.4) AND PARTICIPATE (INCLUDING RECESSES AND MANAGEMENT BREAKOUTS) IN (1.7) SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY; REVIEW GM SETTLEMENT TERMSHEETS AND PRESENTATION MATERIALS (1.9); POST-MEETING FOLLOW-UP WITH D. RESNICK AND SENIOR MANAGEMENR (0.4).
BUTLER, JR. J	03/16/06	2.20	FOLLOW-UP ON MARCH 15TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY INCLUDING TELECONFERENCE WITH M. BIENENSTOCK (0.3); REVIEW AND REVISE PRESENTATION MATERIALS (1.3); CONFERENCES WTIH K. BUTLER ET AL RE SAME (0.6).
BUTLER, JR. J	03/19/06	2.10	PREPARE FOR (0.3) AND PARTICIPATE IN MANAGEMENT TELECONFERENCE WITH S. MILLER, R. O'NEAL, D. WOHLLEN, D. RESNICK AND OTHERS RE: STRATEGIC DISCUSSION OF BM TERMSHEET (1.8).
BUTLER, JR. J	03/20/06	0.40	PREPARE FOR (0.2) AND PARTICIPATE IN MANAGEMENT MEETING AT COMPANY WITH S. MILLER, R. O'NEAL, AND OTHERS RE: STRATEGIC DISCUSSION OF GM TERMSHEET (0.2).
BUTLER, JR. J	03/23/06	0.80	PREPARE FOR MARCH 24TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY (0.8).
BUTLER, JR. J	03/24/06	3.30	PREPARE FOR (0.5) AND PARTICIPATE (INCLUDING RECESSES AND MANAGEMENT BREAKOUTS) IN (1.8) SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY; REVIEW AND COMMENT ON CREDITORS' COMMITTEE 2004 MOTION RE GM (0.7); TELECONFERENCE WITH R. ROSENBERG RE SAME (0.3).
BUTLER, JR. J	03/25/06	1.40	BEGIN TO REVIEW AND COMMENT ON REVISED GM LOSS CONTRACT REJECION PLEADINGS (1.4).
BUTLER, JR. J	03/26/06	1.50	CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS INCLUDING REVIEW OF S. CORCORAN COMMENTS (0.8); PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) WORKING GROUP TELECONFERENCE RE: SAME.
BUTLER, JR. J	03/27/06	1.40	PREPARE FOR MARCH 28TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM WITH MANAGEMENT TEAM AT COMPANY IN TROY (0.8); CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/28/06	2.20	CONTINUE TO PREPARE FOR PROBABLE MARCH 31ST FILING OF GM CONTRACT REJECTION MOTION INCLUDING REVIEW AND COMMENT ON MAJOR PLEADING MATTERS WITH FILING TEAM (1.3) AND CONFERENCE WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.9).
BUTLER, JR. J	03/29/06	1.20	CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS (1.2).
BUTLER, JR. J	03/30/06	0.90	CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS (0.9).
BUTLER, JR. J	03/31/06	2.30	TELECONFERENCE WITH S. CORCORAN RE: PRICE-DOWN LETTER (0.2); REVIEW AND FINALIZE GM LOSS CONTRACT REJECTION PLEADINGS (1.3); PREPARE FOR (0.2) AND ATTEND MEETINGS AT COMPANY WITH S. MILLER, R. O'NEAL AND OTHERS RE: GM MATTERS (0.6).

42.20

COCHRAN EL	03/05/06	1.60	REVIEW REVISED GM TERM SHEET (1.6).
COCHRAN EL	03/06/06	2.90	REVIEW REVISED GM TERM SHEET (2.9).
COCHRAN EL	03/08/06	0.70	REVIEW GM ISSUES (0.7).
COCHRAN EL	03/09/06	1.80	REVIEW ISSUES RELATING TO TERM SHEET AND ATTRITION PLAN (1.8).
COCHRAN EL	03/10/06	2.10	PARTICIPATE IN TELECONFERENCE WITH A. PASCHRIKA, S. CORCORAN ON TERM SHEET; REVIEW ISSUES (2.1).
COCHRAN EL	03/11/06	9.10	TELECONFERENCE WITH S. CORCORAN, A. PASRICHKA, B. SHAW, D. RESNICK RE: GM TERM SHEET (2.6); REDRAFTED GM TERM SHEET (6.5).
COCHRAN EL	03/12/06	3.90	TELECONFERENCE WITH S. CORCORAN, A. PASRICHKA RE: TERM SHEET (1.6); REDRAFTED GM TERM SHEET (2.3).
COCHRAN EL	03/20/06	1.10	REVIEW GM PRESENTATION (1.1).

23.20

LYONS JK	03/06/06	1.80	REVIEW AND REVISIONS TO GM NILES TERM SHEET AND CONFERENCE WITH CLIENT RE: THE SAME (1.8).
LYONS JK	03/07/06	2.60	REVIEW OF GM NILES TERM SHEET PROPOSED BY GM, CONFERENCES WITH CLIENT RE: THE SAME AND CONFERENCES WITH HONIGMAN (2.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	03/08/06	3.50	REVIEW AND REVISIONS TO GM NILES TERM SHEET AND SEVERAL CONFERENCES WITH CLIENT AND HONIGMAN RE: THE SAME (3.5).
		7.90	
MARAFIOTI KA	03/01/06	1.20	REVIEW CORRESPONDENCE RE: GM SETOFF MEDIATION (0.6); ANALYZE SAME (0.2); TELECONFERENCE WITH M. BROUDE RE: SAME (0.1); CORRESPONDENCE S. CORCORAN AND FTI RE: SAME (0.3).
MARAFIOTI KA	03/02/06	0.20	CORRESPONDENCE RE: GM LOSS CONTRACTS (0.1); CORRESPONDENCE RE: GM SETOFF (0.1).
MARAFIOTI KA	03/06/06	2.70	REVIEW CORRESPONDENCE RE: GM (0.1); REVIEWED TERM SHEET AND COMPARATIVE TERM SHEET (2.5); TELECONFERENCE WITH J. TENNENBAUM RE: APPALOOSA (0.1).
MARAFIOTI KA	03/08/06	2.10	TELECONFERENCE WITH S. CORCORAN RE: GM (0.1); REVIEW ATTRITION PLAN PROPOSAL (0.3); MEETING AT ROTHSCHILD WITH S. CORCORAN, A.L PASRICHA, D. WHOLEEN, B. DELLINGER, S. SALRIN (1.7).
MARAFIOTI KA	03/10/06	3.80	GM CORRESPONDENCE RE: STRATEGY (0.3); TELECONFERENCE WITH A. PASRICHA, S. CORCORAN RE: GM ISSUES (1.0); ANALYZE EMPLOYEE MATTERS AGREEMENT (0.9); WORK ON ISSUES RE: GM LOSS CONTRACTS (1.6).
MARAFIOTI KA	03/12/06	1.50	TELECONFERENCE RE: GM TERM SHEET WITH A. PASRICHA, S. CORCORAN (1.5).
MARAFIOTI KA	03/13/06	2.80	CORRESPONDENCE RE: GM STRATEGY (0.1); REVIEW MEMO RE: OBLIGATIONS FROM GM UPON FLOWBACK (0.4); ANALYZE GM ISSUES (0.5); CORRESPONDENCE TO FTI AND TELECONFERENCE WITH R. EISENBERG RE: GM CLAIMS (0.2); ANALYZE SAME (0.8); REPORT ON RESEARCH (0.8).
MARAFIOTI KA	03/14/06	2.30	TELECONFERENCE WITH S. CORCORAN RE: GM (0.2); REVIEW TOLLING AGREEMENT AND DIP ORDERS AND CALL S. CORCORAN RE: SAME (1.5); REVIEW AND REVISE MEMO RE: FLOWBACK ISSUES (0.6).
MARAFIOTI KA	03/15/06	2.40	REVIEW MEMO RE: GM CLAIMS (1.6); REVIEW CORRESPONDENCE (0.1); TELECONFERENCE WITH S. CORCORAN RE: GM AND DIP EXTENSION AGREEMENT (0.2); REVISE MEMO RE: GM CLAIMS (0.5).
MARAFIOTI KA	03/20/06	0.90	TELECONFERENCES WITH CLIENT AND FTI RE: GM LOSS CONTRACTS (0.9).
MARAFIOTI KA	03/22/06	0.30	REVIEW GM PROPOSALS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/23/06	0.20	ANALYZE GM SETOFF ISSUES (0.2).
MARAFIOTI KA	03/24/06	0.40	TELECONFERENCE WITH M. WILLIAMS AND S. CORCORAN (0.2); ADDITIONAL TELECONFERENCE WITH S. CORCORAN (0.2).
MARAFIOTI KA	03/26/06	2.00	WORK ON MOTION TO REJECT LOSS CONTRACTS (1.5) AND RELATED ORDER (0.3); CORRESPONDENCE LOSS CONTRACTS (0.2).
MARAFIOTI KA	03/28/06	0.40	WORK ON LOSS CONTRACT MOTION (0.4).
MARAFIOTI KA	03/30/06	2.00	TELECONFERENCES WITH J. SEGAL (0.2); CORRESPONDENCE TO F. KUPLICKI (0.1); TELECONFERENCE WITH M. KESSLER RE: ATTRITION PROGRAM (0.2); REVIEW AND REVISE EISENBERG DECLARATION (1.3) AND ORDER RE: LOSS CONTRACTS (0.2).
MARAFIOTI KA	03/31/06	6.80	FINALIZE LOSS CONTRACTS MOTION (3.1); NOTICE OF MOTION (0.2); ORDER (0.5) AND DECLARATION OF EISENBERG (2.8); CORRESPONDENCE TO WEIL GOTSHAL (0.2).

32.00

SPRINGER DE	03/24/06	1.00	REVIEW AND COMMENT LOSS CONTRACTS MOTION (1.0).
SPRINGER DE	03/25/06	1.10	REVIEW AND COMMENT LOSS CONTRACTS MOTION (1.1).
SPRINGER DE	03/27/06	0.80	REVIEW AND COMMENT LOSS CONTRACTS MOTION (0.8).
SPRINGER DE	03/28/06	1.50	REVIEW AND COMMENT ON LOSS CONTRACTS MOTION (1.5).
SPRINGER DE	03/29/06	1.60	REVIEW LOSS CONTRACTS MOTION AND SUPPORTING DECLARATION (1.6).
SPRINGER DE	03/30/06	2.40	SENIOR STAFF CONFERENCES RE: GM LOSS CONTRACTS MOTION (1.1); REVIEW AND REVISE LOSS CONTRACTS MOTION (1.3).
SPRINGER DE	03/31/06	1.10	REVIEW GM LOSS CONTRACTS MOTION AS FILED AND SUPPORTING DECLARATION (1.1).

9.50

Total Partner 114.80

MATZ TJ	03/27/06	0.30	REVIEW UCC MOTION RE: 2004 EXAMINATION OF GM (0.3).
MATZ TJ	03/28/06	1.90	REVIEW AND COMMENT ON GM LOSS CONTRACTS MOTION (1.6); CONTINUING WORK ON GM CLAIMS AND SUMMARY RE: SAME (0.3).

2.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	03/01/06	2.30	REVISE DRAFT OF STATEMENT IN RESPONSE TO GM'S MOTION TO JOIN CREDITORS' COMMITTEE (0.5); ANALYZE DUE DILIGENCE TEMPLATE FOR PHASE TWO OF EXECUTORY CONTRACT REVIEW AND DISCUSS SAME WITH WORKING GROUP (1.2); DISCUSSION WITH S. DANIELS RE: GENERATOR CORE REMANUFACTURING ISSUES (0.3); TELECONFERENCE WITH WORKING GROUP RE: NILES AND REMAN CORE ISSUES (0.3).
SHIVAKUMAR D	03/02/06	0.70	DRAFT PRESENTATION POINTS RE: PHASE TWO OF EXECUTORY CONTRACTS ANALYSIS (0.7).
SHIVAKUMAR D	03/03/06	0.40	COMMUNICATIONS WITH FTI RE: PROGRESS OF EXECUTORY CONTRACT ANALYSES (0.4).
SHIVAKUMAR D	03/08/06	0.70	PREPARE/EDIT PRESENTATION FOR MANAGEMENT MEETING RE: GM-RELATED TOPICS (0.7).
SHIVAKUMAR D	03/09/06	1.20	TELECONFERENCE WITH M. KEITEL RE: EXPIRING CONTRACTS (0.4); REVIEW PRESENTATION RE: EXPIRING CONTRACTS (0.8).
SHIVAKUMAR D	03/10/06	3.20	TELECONFERENCE WITH S. CORCORAN AND COMPANY WORKING GROUP RE: EXPIRING CONTRACTS (1.4); DRAFT STATUS UPDATE ON ALL GM ISSUES AND STRATEGY DISCUSSION WITH WORKING GROUP RE: SAME (1.3); REVISE PROPOSED SLIDES FOR MANAGEMENT MEETINGS (0.5).
SHIVAKUMAR D	03/11/06	2.60	DRAFT COMMUNICATIONS RELATING TO EXPIRING CONTRACTS (1.2); ANALYZE PROGRESS OF PHASE TWO OF EXECUTORY CONTRACT REVIEW PROCESS AND DISCUSSION OF SAME WITH WORKING GROUP (1.4).
SHIVAKUMAR D	03/13/06	3.00	FINALIZE MATERIALS RELATING TO POSSIBLE COMMUNICATIONS RE: EXPIRING CONTRACTS FOR S. CORCORAN (3.0).
SHIVAKUMAR D	03/15/06	4.90	REVIEW ANALYSES OF PLANT PROFITABILITY (1.0); DRAFT DECLARATION IN SUPPORT OF POTENTIAL MOTION TO REJECT EXECUTORY CONTRACTS (3.3); TELECONFERENCE WITH WORKING GROUP TO ANALYZE DATA RE: LOSS-GENERATING PLANTS (0.6).
SHIVAKUMAR D	03/16/06	5.10	DRAFT GM CONTRACT REJECTION MOTION #1 (4.7); REVIEW PLANT PROFITABILITY DATA (0.4).
SHIVAKUMAR D	03/17/06	8.30	DRAFT GM CONTRACT REJECTION MOTION #1 (5.7); REVISE DECLARATION IN SUPPORT OF CONTRACT REJECTION MOTION (1.1); REVISE PROPOSED ORDER FOR REJECTION OF GM CONTRACTS (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	03/18/06	1.50	TELECONFERENCE WITH WORKING GROUP RE: EXPIRING CONTRACTS (0.5); REVIEW OF PRESENTATION SLIDES RE: EXPIRING CONTRACTS (0.7); REVIEW UPDATED LOSS PLANT DATA (0.3).
SHIVAKUMAR D	03/19/06	1.00	REVIEW OF PRESENTATION MATERIALS RE: EXPIRING CONTRACTS AND COMMUNICATIONS WITH S. CORPORAN RE: SAME (1.0).
SHIVAKUMAR D	03/23/06	4.60	REVISE DRAFT OF GM CONTRACT REJECTION MOTION #1 (4.6).
SHIVAKUMAR D	03/24/06	7.30	REVISE GM LOSS CONTRACT REJECTION MOTION AND SUPPORTING DECLARATION IN LIGHT OF RECENT DATA AND COMMENTS FROM WORKING GROUP (5.4); ANALYZE CASE LAW RE: THE EXPIRATION OF CONTRACTUAL OBLIGATIONS UNDER MICHIGAN LAW (1.9).
SHIVAKUMAR D	03/25/06	6.20	ANALYSIS OF DRAFT SECTION 1113 MOTION PAPERS IN CONNECTION WITH DRAFTING GM CONTRACT REJECTION MOTION #1 (3.5); REVISE PRESENTATION SLIDES RELATING TO EXPIRING CONTRACTS AND EXECUTORY CONTRACTS AND CONFERENCE CALLS WITH WORKING GROUP MEMBERS REGARDING SAME (1.3); EDIT DRAFT CONTRACT REJECTION MOTION PAPERS IN LIGHT OF WORKING GROUP COMMENTS (1.4).
SHIVAKUMAR D	03/26/06	3.40	CONFERENCE CALL WITH LABOR WORKING GROUP TO COORDINATE MOTION DRAFTING PROCESS (0.5); REVISE DRAFT DECLARATION IN SUPPORT OF CONTRACT REJECTION MOTION IN LIGHT OF WORKING GROUP COMMENTS (1.1); REVISE GM CONTRACT REJECTION MOTION #1 IN LIGHT OF UPDATED PROFITABILITY DATA AND WORKING GROUP COMMENTS (1.4); COMMUNICATIONS WITH WORKING GROUP MEMBERS RE: PREPARATION OF AN APPENDIX TO PROPOSED CONTRACT REJECTION MOTION LISTING RELEVANT CONTRACTS (0.4).
SHIVAKUMAR D	03/27/06	11.70	REVISE PRESENTATION RE: EXPIRING CONTRACTS AND COMMUNICATIONS WITH S. CORCORAN RE: SAME (1.1); COMMUNICATIONS WITH WORKING GROUP RE: APPENDIX TO CONTRACT REJECTION MOTION (0.4); REVISE CONTRACT REJECTION PAPERS IN LIGHT OF WORKING GROUP COMMENTS (6.7); ANALYZE DRAFT DECLARATIONS IN SUPPORT OF SECTION 1113 MOTION IN CONNECTION WITH USE OF FINANCIAL DATA THEREIN IN SUPPORT OF THE CONTRACT REJECTION MOTION (2.6); COMMUNICATIONS WITH WORKING GROUP RE: FINANCIAL DATA FOR USE IN THE SECTION 1113 MOTION AND IN THE CONTRACT REJECTION MOTION (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	03/28/06	8.00	EDIT UCC PRESENTATION RELATING TO GM CONTRACT ISSUES (0.6); ANALYSIS OF FINANCIAL DATA APPEARING IN THE DRAFTS OF THE SECTION 1113 MOTION AND SUPPORTING DECLARATIONS AND GM CONTRACT REJECTION MOTION PAPERS (2.5); PROVIDE COMMENTS TO LABOR TEAM DRAFTING SECTION 1113 MOTION RE: GM CONTRACT REJECTION MOTION (1.1); REVISE GM CONTRACT REJECTION MOTION PAPERS IN LIGHT OF ADDITIONAL WORKING GROUP COMMENTS AND UPDATED FINANCIAL DATA (3.8).
SHIVAKUMAR D	03/29/06	9.90	TELECONFERENCES AND COMMUNICATIONS WITH WORKING GROUP MEMBERS TO FINALIZE FINANCIAL DATA IN THE CONTRACT REJECTION MOTION PAPERS (2.3); REVISE DECLARATION IN SUPPORT OF GM CONTRACT REJECTION MOTION IN LIGHT OF UPDATED FINANCIAL ANALYSES OF LOSS PLANTS AND ADDITIONAL COMMENTS FROM WORKING GROUP MEMBERS (1.5); ANALYZE REVISED DRAFT SECTION 1113 MOTION IN CONNECTION WITH FINALIZING FINANCIAL DATA IN SUPPORT OF THE GM CONTRACT REJECTION MOTION (1.0); REVISE GM CONTRACT REJECTION MOTION IN LIGHT OF WORKING GROUP COMMENTS (4.4); FINALIZE CHARTS AND APPENDIX FOR GM CONTRACT REJECTION MOTION PAPERS (0.7).
SHIVAKUMAR D	03/30/06	14.80	MEETING WITH S. CORCORAN AND WORKING GROUP MEMBERS TO REVISE CONTRACT REJECTION MOTION (2.3); REVISE GM CONTRACT REJECTION MOTION #1, SUPPORTING DECLARATION, AND PROPOSED ORDER DATA (12.5).
SHIVAKUMAR D	03/31/06	12.20	REVIEW AND FINALIZE GM CONTRACT REJECTION MOTION #1, SUPPORTING DECLARATION, AND PROPOSED ORDER, IN LIGHT OF WORKING GROUP EDITS AND FINALIZED FINANCIAL DATA (12.2).
		113.00	
Total Counsel		115.20	
DIAZ LB	03/17/06	5.70	RESEARCH CONTRACT LAW RELATED TO MODIFICATION AND INTEGRATION CLAUSES (5.7).
DIAZ LB	03/20/06	9.60	ANALYZE CASE LAW AND ARTICLES RE: CONTRACT MODIFICATION PRINCIPLES AND DRAFTED A MEMO (6.4); RESEARCH RE: CONTRACT LAW IN MICHIGAN (3.2).
DIAZ LB	03/21/06	1.10	DRAFT A MEMO RE: INTEGRATION CLAUSES (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	03/22/06	0.80	ANALYZE CONTRACT RELATED CASE LAW (0.6); DRAFT MEMO RE: SIGNIFICANCE OF EXPRESS TERMS IN A CONTRACT (0.2).
DIAZ LB	03/23/06	3.20	RESEARCH CONTRACT LAW IN MICHIGAN AND THE 6TH CIRCUIT RE: COURSE OF DEALING AND COURSE OF PERFORMANCE (3.2).
DIAZ LB	03/24/06	4.20	RESEARCH CASE LAW RE: CONTRACT TERMINATION AND COURSE OF DEALING (4.2).
DIAZ LB	03/27/06	1.70	CONTINUE TO RESEARCH CONTRACT LAW RELATED TO TERMINATION (1.7).
DIAZ LB	03/28/06	0.80	CONTINUE LEGAL RESEARCH RELATED TO CONTRACT FORMATION AND TERMINATION IN MICHIGAN (0.8).
DIAZ LB	03/29/06	1.70	CONTINUE TO RESEARCH CASE LAW RELATED TO THE INTERPRETATION OF CONTRACTS (1.7).

28.80

GIBSON ML	03/10/06	1.10	ALL HANDS CALL (0.9); TELECONFERENCE RE: GM MATTERS (0.2).
GIBSON ML	03/20/06	0.30	TELECONFERENCES RE: ATTRITION PLAN (0.1); TELECONFERENCES RE: AND REVIEWED MATERIALS RE: GM NEGOTIATIONS (0.2).
GIBSON ML	03/22/06	0.40	TELECONFERENCES/ CORRESPONDENCE WITH INTERNAL TEAM RE: GM NEGOTIATIONS AND TERM SHEET (0.4).
		1.80	

HERRIOTT AV	03/08/06	1.70	BEGIN DRAFTING BOARD PRESENTATION RE: GM CONTRACT REJECTION MOTION AND EXPIRING CONTRACTS (1.7).
HERRIOTT AV	03/10/06	1.60	REVIEW AND REVISE BOARD PRESENTATION RE: GM CONTRACT REJECTION (1.6).
HERRIOTT AV	03/29/06	0.50	CONDUCT FACT-CHECKING WITH COMPANY FOR ITEMS IN GM CONTRACT REJECTION MOTION (0.5).
		3.80	
MEISLER RE	03/26/06	1.50	REVIEW LOSS CONTRACTS MOTION (1.5).
MEISLER RE	03/27/06	0.80	REVIEW REVISED DRAFT OF LOSS CONTRACTS MOTION (0.8).
MEISLER RE	03/29/06	5.90	REVIEW AND COMMENT ON COMMUNICATIONS MATERIALS RE: 1113/1114 AND LOSS CONTRACTS (4.5); REVIEW AND COMMENT ON LOSS CONTRACTS MOTION (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/30/06	2.70	REVIEW AND COMMENT ON MOTION AUTHORIZING REJECTION OF LOSS CONTRACTS (2.7) .
		10.90	
SILVERBERG BS	03/10/06	1.80	REVIEW ISSUES RE: EMPLOYEE MATTERS AGREEMENT (1.8) .
SILVERBERG BS	03/11/06	4.50	RESEARCH ISSUES RE: DELPHI INDEMNITY AGREEMENT AND EMPLOYEE MATTERS AGREEMENT (4.5) .
SILVERBERG BS	03/12/06	5.50	CONTINUE TO RESEARCH ISSUES RE: INDEMNITY AGREEMENT AND EMPLOYMENT MATTERS AGREEMENT (5.5) .
SILVERBERG BS	03/13/06	3.50	REVIEW ISSUES RE: EMPLOYEE FLOWBACK UNDER EMPLOYEE MATTERS AGREEMENT (1.0); CONDUCT ADDITIONAL RESEARCH RE: EMPLOYEE FLOWBACK ISSUES (2.5) .
SILVERBERG BS	03/14/06	3.80	CONTINUE TO REVIEW AND REVISE MEMO RE: EMPLOYEE FLOWBACK IMPLICATIONS (3.8) .
SILVERBERG BS	03/15/06	2.40	REVIEW AND REVISE EMPLOYEE FLOWBACK IMPLICATIONS MEMORANDUM (2.4) .
		21.50	
STUART NL	03/11/06	2.60	CONDUCT RESEARCH RE: EXECUTORY CONTRACTS AND EXPIRING CONTRACT ISSUES (2.6) .
STUART NL	03/12/06	6.40	CONTINUE TO RESEARCH EXECUTORY AND EXPIRING CONTRACT ISSUES (6.4) .
STUART NL	03/13/06	9.60	RESEARCH CONTRACT REJECTION PROCEDURES (1.9); BEGIN DRAFTING EXPIRING CONTRACT DISCUSSION POINTS (1.7); STRATEGIZE RE: DISCUSSION POINTS (0.4); CONTINUE DRAFTING DISCUSSION POINTS (2.2); REVIEW EXECUTORY CONTRACT CORRESPONDENCE (0.3); RESEARCH RE: EXPIRING CONTRACTS (3.1) .
STUART NL	03/14/06	5.60	CONTINUE TO RESEARCH RE: CONTRACT REJECTION PROCEDURES (1.1); BEGIN DRAFTING CONTRACT REJECTION ORDER (1.3); CONTINUE RESEARCH RE: VARIOUS EXECUTORY CONTRACT ISSUES (3.2) .
STUART NL	03/15/06	4.20	RESEARCH RE: EXECUTORY CONTRACT REJECTION (0.5); DRAFT AND REVISE REJECTION ORDER (2.4); RESEARCH RE: EXPIRING CONTRACTS (1.3) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	03/16/06	7.70	TELECONFERENCE WITH CLIENT AND FTI RE: DATA COLLECTION FOR EXECUTORY CONTRACT REJECTION MOTION (0.9); REVISE CONTRACT REJECTION ORDER (1.1); RESEARCH VARIOUS UCC PROVISIONS WITH RESPECT TO EXPIRING CONTRACTS (5.7).
STUART NL	03/17/06	6.70	CONTINUE RESEARCH ON EXECUTORY CONTRACTS AND EXPIRING CONTRACTS (4.3); REVIEW AND REVISE CONTRACT REJECTION ORDER (2.4).
STUART NL	03/18/06	5.30	RESEARCH RE: EXPIRING CONTRACTS (2.9); REVISE CONTRACT REJECTION MOTION (2.4).
STUART NL	03/19/06	6.30	RESEARCH RE: EXPIRING CONTRACTS AND VARIOUS UCC PROVISIONS (4.2); DRAFT MEMO TO FILE RE: SAME (2.1).
STUART NL	03/20/06	11.20	TELECONFERENCE WITH CLIENT RE: UPCOMING REJECTION MOTION (0.9); RESEARCH ON EXECUTORY AND EXPIRING CONTRACTS (2.8); RESEARCH ON UNIFORM COMMERCIAL CODE ISSUES (3.2); CONTINUE TO RESEARCH VARIOUS EXPIRING AND EXECUTORY CONTRACT ISSUES (4.3).
STUART NL	03/21/06	9.90	RESEARCH RE: EXPIRING CONTRACTS (3.1); CONTINUE WITH RESEARCH (1.4); REVIEW UCC CASELAW RE: EXPIRING AGREEMENTS (5.4).
STUART NL	03/22/06	6.20	REVIEW EXPIRING CONTRACTS DATA BOOKS (2.3); CONTINUE TO RESEARCH ISSUES RESPECTING EXPIRING CONTRACTS (3.9).
STUART NL	03/23/06	1.90	CONTINUE TO RESEARCH EXPIRING CONTRACT ISSUES (1.9).
STUART NL	03/25/06	4.30	REVISE CONTRACT REJECTION SCHEDULE (4.3).
STUART NL	03/26/06	1.20	REVIEW AND REVISE REJECTION MOTION AND AFFIDAVIT (1.2).
STUART NL	03/28/06	3.40	REVISE CONTRACT REJECTION MOTION (2.7); TELECONFERENCE WITH CLIENT AND FTI ON REJECTION OPEN ITEMS (0.7).
STUART NL	03/29/06	18.90	REVISE CONTRACT REJECTION PAPERS (12.4); REVIEW 1113 PAPERS FOR ACCURACY IN CONNECTION WITH CONTRACT REJECTION PAPERS (6.5).
STUART NL	03/30/06	17.60	REVISE CONTRACT REJECTION PAPERS (17.6).
STUART NL	03/31/06	12.60	REVISE, FINALIZE AND FILE CONTRACT REJECTION MOTION AND SUPPORTING PAPERS (12.6).

141.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	03/14/06	3.30	ADDRESS AND RESOLVE GM SETOFF ISSUES (0.8); REVIEW DRAFT ATTRITION PLAN, REVIEW TERM SHEET AND RELATED DOCUMENTS (2.5).
TOUSSI S	03/15/06	4.50	ADDRESS ISSUES RE: GM SETOFF (0.8); REVIEW ATTRITION PLAN AND DRAFT TERM SHEET FOR GLOBAL RESOLUTION OF ISSUES (1.5); REVIEW CORRESPONDENCE RE: SAME (1.2); PREPARE MEMO ON ANALYSIS OF OUTSTANDING ISSUES (1.0).
TOUSSI S	03/22/06	0.70	REVIEW GM PRESENTATION IN CONNECTION WITH PRESENTATION TO UCC (0.7).
TOUSSI S	03/23/06	3.20	REVIEW DOCUMENTS RELATED TO GM TERM SHEET AND NEGOTIATIONS (1.2); ADDRESS AND RESOLVE ISSUES RE: GM'S SETOFF REQUESTS (1.1); RESEARCH ISSUES RELATED TO TRIANGULAR SETOFF WITH GM (0.5); DISCUSS GM SETOFF ISSUES WITH CLIENT (0.4).
TOUSSI S	03/27/06	1.60	REVIEW DOCUMENTS RELATED TO CREDITORS' COMMITTEE MOTION TO OBTAIN DOCUMENTS FROM GM AND ADDRESS ISSUES RE: SAME (1.6).
		13.30	
WILSON LD	03/14/06	0.80	REVIEW ANALYSIS PREPARED ON GM AGREEMENTS (0.8).
WILSON LD	03/27/06	1.40	REVIEW LATEST DRAFT OF GM PAPERS AND REVIEW AGAINST 1113 (1.4).
WILSON LD	03/30/06	0.90	REVIEW GM CONTRACT MATERIALS (0.9).
		3.10	
Total Associate		224.80	
CHOW PP	03/09/06	2.40	REVIEW MASTER LIST OF 1395 PARTS TO REJECT AND PREPARE LIST OF OUTSTANDING PARTS OPERATION CONTRACTS (2.4).
CHOW PP	03/27/06	2.20	EDIT/REVISE EXHIBIT TO MOTION TO REJECT GM CONTRACTS (2.2).
CHOW PP	03/30/06	7.40	REVIEW EXHIBIT TO MOTION TO REJECT GM CONTRACTS (2.4); EDIT/REVISE SAME TO INCLUDE ALL GM PARTS TO SCHEDULED CONTRACTS (4.4); PREPARE DRAFT OF REVISED SCHEDULE FOR SAME (0.6).
CHOW PP	03/31/06	4.90	UPDATE ELECTRONIC DATABASE OF GM LOSS CONTRACTS AND CODE DATE FIELDS FOR SAME (4.9).
		16.90	
SALAZAR AG	03/02/06	1.00	PREPARE AND ELECTRONICALLY FILE RESPONSE TO GM MOTION (1.0).

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SALAZAR AG	03/31/06	1.80	ELECTRONICALLY FILE GM LOSS CONTRACTS AND 1113/1114 PAPERS (1.8).
		2.80	
Total Legal Assistant		19.70	
TOTAL TIME		<u>474.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/28/06	Stuart NL	733.41
Air/Rail Travel - vendor feed	03/28/06	Shivakumar D	990.71
Air/Rail Travel - vendor feed	03/29/06	Springer DE	1,112.65
Air/Rail Travel - vendor feed	03/31/06	Springer DE	567.23
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$3,404.00
In-house Reproduction	03/14/06	Copy Center, D	0.38
In-house Reproduction	03/14/06	Copy Center, D	0.62
		TOTAL IN-HOUSE REPRODUCTION	\$1.00
Telephone Expense	03/31/06	Telecommunications, D	0.01
Telephone Expense	03/31/06	Telecommunications, D	4.62
Telephone Expense	03/31/06	Telecommunications, D	5.23
Telephone Expense	03/31/06	Telecommunications, D	0.14
		TOTAL TELEPHONE EXPENSE	\$10.00
Non-standard/Outside Reproduction	03/03/06	Landmark Document Services	1,259.50
Non-standard/Outside Reproduction	03/03/06	Landmark Document Services	1,259.50
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$2,519.00
Lexis/Nexis	03/01/06	Kahn MT	478.09
Lexis/Nexis	03/02/06	Kahn MT	213.93
Lexis/Nexis	03/03/06	Kahn MT	121.49
Lexis/Nexis	03/10/06	Stuart NL	99.55
Lexis/Nexis	03/10/06	Silverberg BS	528.50
Lexis/Nexis	03/11/06	Silverberg BS	209.27
Lexis/Nexis	03/12/06	Silverberg BS	609.58
Lexis/Nexis	03/13/06	Fallon D	248.30
Lexis/Nexis	03/13/06	Silverberg BS	384.44
Lexis/Nexis	03/14/06	Silverberg BS	266.58

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	03/16/06	Zaltzman H	226.76
Lexis/Nexis	03/16/06	Diaz LB	134.84
Lexis/Nexis	03/17/06	Diaz LB	305.76
Lexis/Nexis	03/24/06	Saindon SR	4.77
Lexis/Nexis	03/24/06	Diaz LB	42.14
		TOTAL LEXIS/NEXIS	\$3,874.00
Westlaw	03/07/06	Stuart NL	81.67
Westlaw	03/10/06	Ziegler VE	430.21
Westlaw	03/11/06	Stuart NL	619.79
Westlaw	03/12/06	Stuart NL	482.61
Westlaw	03/13/06	Stuart NL	114.70
Westlaw	03/13/06	Fallon D	77.73
Westlaw	03/13/06	Fallon D	78.19
Westlaw	03/15/06	Diaz LB	356.91
Westlaw	03/16/06	Stuart NL	239.89
Westlaw	03/17/06	Stuart NL	90.65
Westlaw	03/17/06	Diaz LB	29.83
Westlaw	03/19/06	Stuart NL	466.31
Westlaw	03/20/06	Stuart NL	101.21
Westlaw	03/20/06	Diaz LB	202.06
Westlaw	03/21/06	Stuart NL	300.69
Westlaw	03/21/06	Diaz LB	404.50
Westlaw	03/22/06	Stuart NL	70.67
Westlaw	03/23/06	Stuart NL	19.18
Westlaw	03/23/06	Diaz LB	166.97
Westlaw	03/29/06	Diaz LB	67.12
Westlaw	03/30/06	Diaz LB	56.11
		TOTAL WESTLAW	\$4,457.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	20.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$20.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel (external)	03/08/06	Butler, Jr. J	412.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$412.00
	03/03/06	Hendrick D	-7.00
	03/03/06	Hendrick D	-2,383.12
	03/03/06	Hendrick D	-8.00
	03/03/06	Hendrick D	-14.00
	03/03/06	Hendrick D	-205.01
Out-of-Town Travel	03/05/06	Shivakumar D	247.48
Out-of-Town Travel	03/06/06	Shivakumar D	901.65
Out-of-Town Travel	03/06/06	Shivakumar D	87.00
Out-of-Town Travel	03/08/06	Butler, Jr. J	10.50
Out-of-Town Travel	03/08/06	Butler, Jr. J	24.00
Out-of-Town Travel	03/08/06	Butler, Jr. J	251.63
Out-of-Town Travel	03/08/06	Butler, Jr. J	8.00
Out-of-Town Travel	03/08/06	Shivakumar D	39.00
Out-of-Town Travel	03/12/06	Shivakumar D	3,433.80
Out-of-Town Travel	03/21/06	Shivakumar D	400.95
Out-of-Town Travel	03/22/06	Shivakumar D	342.51
Out-of-Town Travel	03/23/06	Shivakumar D	45.00
Out-of-Town Travel	03/31/06	Stuart NL	1,265.61
Out-of-Town Travel	03/31/06	Stuart NL	40.00
		TOTAL OUT-OF-TOWN TRAVEL	\$4,480.00
Messengers/ Courier	03/25/06	Dist Serv/Mail/Page, D	22.00
		TOTAL MESSENGERS/ COURIER	\$22.00
	03/03/06	Hendrick D	-8.01
	03/03/06	Hendrick D	-8.01
	03/03/06	Hendrick D	-8.01
	03/03/06	Hendrick D	-8.01
	03/03/06	Hendrick D	-37.40
	03/03/06	Hendrick D	-15.01
	03/03/06	Hendrick D	-8.01
	03/03/06	Hendrick D	-8.01

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
	03/03/06	Hendrick D	-15.01
Out-of-Town Meals	03/06/06	Shivakumar D	120.26
Out-of-Town Meals	03/06/06	Shivakumar D	9.32
Out-of-Town Meals	03/12/06	Shivakumar D	150.70
Out-of-Town Meals	03/14/06	Shivakumar D	45.03
Out-of-Town Meals	03/15/06	Shivakumar D	45.03
Out-of-Town Meals	03/16/06	Shivakumar D	45.03
Out-of-Town Meals	03/21/06	Shivakumar D	41.18
Out-of-Town Meals	03/21/06	Shivakumar D	8.68
Out-of-Town Meals	03/22/06	Shivakumar D	15.19
Out-of-Town Meals	03/23/06	Shivakumar D	45.03
Out-of-Town Meals	03/29/06	Stuart NL	4.88
Out-of-Town Meals	03/29/06	Stuart NL	9.76
Out-of-Town Meals	03/31/06	Stuart NL	12.22
Out-of-Town Meals	03/31/06	Stuart NL	43.17
		TOTAL OUT-OF-TOWN MEALS	\$480.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	15.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$15.00
		TOTAL MATTER	\$19,694.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/06	0.60	BEGIN TO PREPARE FOR APRIL 5TH SENIOR LEADERSHIP SESSION BETWEEN DELPHI AND GM (0.3); OUTLINE DISCOVERY DEFENSE AND NEXT STEPS (0.3).
BUTLER, JR. J	04/04/06	0.80	CONTINUE TO PREPARE FOR APRIL 5TH SENIOR LEADERSHIP SESSION BETWEEN DELPHI AND GM (0.6); REVIEW STATEMENT RE RULE 2004 MOTION (0.2).
BUTLER, JR. J	04/05/06	5.40	PREPARE FOR (1.8) AND ATTEND (3.2) MEETING AT GM IN DETROIT WITH SENIOR LEADERSHIP TEAM; CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: GM RULE 2004 MOTION INCLUDING EMAILS AND TELECONFERENCES WITH LATHAM AND WEIL (0.4).
BUTLER, JR. J	04/06/06	3.80	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: GM RULE 2004 MOTION INCLUDING REVIEW AND REVISION OF OBJECTION TO APPALOOSA JOINDER (0.4) AND EMAILS WITH LATHAM AND WEIL RESOLVING DELPHI ISSUES (0.3); REVIEW STIPULATION AND ORDER RE SAME (0.2); REVIEW MATERIALS FROM M. KESSLER RE UNIDENTIFIED GM CONTRACTS SUBJECT TO REJECTION (0.4); FOLLOW-UP ON GM CONTRACT REJECTION DISCOVERY MATTERS (0.9); FOLLOW-UP ON APRIL 5TH GM MEETING IN DETROIT WITH SENIOR MANAGEMENT TEAM INCLUDING TELECONFERENCES AND EMAILS WITH S. MILLER AND R. O'NEAL (1.6).
BUTLER, JR. J	04/07/06	0.40	PREPARE FOR (0.2) AND PARTICIPATE IN (0.2) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: GM RULE 2004 MOTION.
BUTLER, JR. J	04/09/06	0.40	REVIEW GM DISCOVERY REQUESTS AND NEXT STEPS (0.4).
BUTLER, JR. J	04/10/06	0.30	CONTINUE TO REVIEW GM DISCOVERY REQUESTS AND NEXT STEPS (0.3).
BUTLER, JR. J	04/12/06	0.40	CONTINUE TO REVIEW GM DISCOVERY REQUESTS AND NEXT STEPS INCLUDING REVIEW OF PRELIMINARY GM OBJECTION (0.4).
BUTLER, JR. J	04/13/06	0.30	CONTINUE TO FOLLOW-UP ON GM SETTLEMENT DISCUSSIONS AND NEXT STEPS INCLUDING EMAIL FROM D. RESNICK (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/17/06	1.10	REVIEW AND EVALUATE APPALOOSA REQUESTS FOR EXPEDITED DISCOVERY RE GM CONTRACT REJECTION MOTION (0.9); EMAILS TO D. SHERBIN AND WORKING GROUP RE SAME (0.2).
BUTLER, JR. J	04/18/06	0.60	CONTINUE TO REVIEW AND EVALUATE APPALOOSA REQUESTS FOR EXPEDITED DISCOVERY RE GM CONTRACT REJECTION MOTION (0.3); REVIEW AND EVALUATE NEW GM SETOFF REQUEST AND NEXT STEPS (0.3).
BUTLER, JR. J	04/23/06	0.60	BEGIN TO PREPARE FOR APRIL 26TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM INCLUDING REVIEW OF DRAFT AGENDA FROM A. PASRICHA (0.4); REVIEW F. HENDERSON LETTER RE: PRICEDOWNS (0.2).
BUTLER, JR. J	04/24/06	1.50	BEGIN TO PREPARE FOR APRIL 26TH LEADERSHIP MEETING BETWEEN DELPHI AND GM (0.4); FOLLOW-UP ON F. HENDERSON LETTER RE: PRICEDOWNS INCLUDING TELECONFERENCE WITH R. ROSENBERG (0.4); CONTINUE TO REVIEW GM DISCOVERY MATTERS (0.3); REVIEW APPALOOSA DISCOVERY MATTERS RE: GM (0.2); RECEIVE AND REVIEW GM ADJOURNMENT REQUEST WITH COMPANY IN TROY (0.2).
BUTLER, JR. J	04/25/06	3.10	CONTINUE TO PREPARE FOR APRIL 26TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM AT COMPANY IN TROY (0.6); REVIEW AND REVISE PRESENTATION MATERIALS (0.7); EMAIL FROM/TO B. ROSENBERG RE: PRICEDOWNS (0.2); CONFERENCE WITH J. SHEEHAN RE: SAME (0.2); REVIEW STATUS OF GM CONTRACT REJECTION MOTION DISCOVERY STATUS INCLUDING CONFERENCE WITH S. CORCORAN AND REVIEW CORRESPONDENCE (0.6); REVIEW WEIL SUBMISSION TO BANKRUPTCY COURT RE: DISCOVERY AND ADJOURNMENT REQUEST AND CONSIDER PROPOSED RESPONSE (0.8).
BUTLER, JR. J	04/26/06	5.10	PREPARE FOR (WITH S. MILLER, B. DELLINGER AND OTHERS AT COMPANY IN TROY) (1.4) AND PARTICIPATE IN (2.3) SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM AT COMPANY IN TROY; REVIEW STATUS OF GM CONTRACT REJECTION MOTION DISCOVERY STATUS (0.4); BEGIN TO REVIEW AND REVISE DELPHI RESPONSE TO WEIL SUBMISSION TO BANKRUPTCY COURT RE: DISCOVERY AND ADJOURNMENT REQUEST AND CONSIDER PROPOSED RESPONSE (0.6); REVIEW AND RREVIS DRAFT CHAMBERS LETTER RE GM ADJOURNMENT REQUEST (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/27/06	1.70	REVIEW AND FINALIZE DELPHI RESPONSE TO WEIL SUBMISSION TO BANKRUPTCY COURT RE: DISCOVERY AND ADJOURNMENT REQUEST AND CONSIDER PROPOSED RESPONSE (1.2); REVIEW WEIL RESPONSE (0.2); TELECONFERENCE WITH S. MILLER RE: GM MATTERS (0.3).
BUTLER, JR. J	04/30/06	1.10	PREPARE FOR MAY 1ST CHAMBERS CONFERENCE RE: GM CONTRACT REJECTION MOTION (0.4); REVIEW AND EVALUATE EMAILS FROM/TO B. DELLINGER AND J. SHEEHAN RE GM STRATEGIC SETTLEMENT DISCUSSION ISSUES AND RESPOND TO SAME (0.7).
		27.20	
MARAFIOTI KA	04/03/06	1.20	TELECONFERENCE WITH M. KESSLER, J. TANNENBAUM, M. BIENENSTOCK, AND S. CORCORAN (0.4); DEVELOP STRATEGY RE: GM DISCOVERY ISSUES (0.3); REVIEW CORRESPONDENCE RE: OBJECTIONS TO JOINT PROTOCOL (0.1); DEVELOP RESPONSE TO GM LETTER RE: JOINT REVIEW PROTOCOL (0.4).
MARAFIOTI KA	04/04/06	0.20	GM CORRESPONDENCE RE: ATTRITION PROGRAM (0.2).
MARAFIOTI KA	04/05/06	0.40	CORRESPONDENCE RE: COMMITTEE 2004 ORDER WITH RESPECT TO GM (0.2); REVIEW APPALOOSA JOINDER IN COMMITTEE MOTION FOR DOCUMENTS FROM GM UNDER RULE 2004 (0.2).
MARAFIOTI KA	04/06/06	0.40	WORK ON REPLY TO APPALOOSA JOINDER IN COMMITTEE 2004 MOTION RE: GM (0.4).
MARAFIOTI KA	04/07/06	0.20	CORRESPONDENCE RE: GM (0.2).
MARAFIOTI KA	04/10/06	0.60	CORRESPONDENCE RE: BRAKE HOSE BUSINESS AND ANALYZE ISSUES RE: SAME (0.3); CONSIDER GM DISCOVERY ISSUES (0.3).
MARAFIOTI KA	04/12/06	1.00	REVIEW GM'S PRELIMINARY OBJECTION TO LOSS CONTRACT REJECTION MOTION (0.2); ANALYZE GM SETOFF ISSUES (0.4); CORRESPONDENCE RE: EXPIRING GM CONTRACTS (0.2); REVIEW OTHER CORRESPONDENCE FROM GM (0.2).
MARAFIOTI KA	04/13/06	1.10	ANALYZE GM SETOFF ISSUE IN CONNECTION WITH FLOWBACK PAYMENT AND REVIEW RELATED CORRESPONDENCE (0.6); WORK ON RESPONSE TO MARCH 31 SETOFF REQUEST (0.5).
MARAFIOTI KA	04/14/06	0.40	CORRESPONDENCE RE: GM DISCOVERY (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/17/06	0.70	CORRESPONDENCE RE: GM DISCOVERY (0.2); REVIEW GM STIPULATION AND PROTECTIVE ORDER AND EXECUTED SAME (0.3); CORRESPONDENCE RE: SAME (0.2).
MARAFIOTI KA	04/18/06	0.70	TELECONFERENCE WITH G. KAMINSKI (0.1); FINALIZE CORRESPONDENCE RE: GM SETOFF REQUEST (0.2); RELATE CORRESPONDENCE TO CLIENT (0.2); REVIEW APPALOOSA PRELIMINARY OBJECTION TO GM (0.2).
MARAFIOTI KA	04/19/06	0.20	CORRESPONDENCE RE: DISCOVERY ON LOSS CONTRACTS MOTION (0.2).
MARAFIOTI KA	04/20/06	2.10	CORRESPONDENCE RE: PBGC TO AND FROM CLIENT AND GROOM (0.2); REVIEW NOTICE OF PRESENTMENT, STIPULATION, AND ORDER RE: 1113/1114 AND CALL ERIC WILSON RE: SAME (1.0); ADDITIONAL RELATED CORRESPONDENCE (0.5); SUBSEQUENT REVIEW OF STIPULATION (0.4).
MARAFIOTI KA	04/24/06	0.40	CORRESPONDENCE RE: GM DOCUMENT PRODUCTION (0.4).
MARAFIOTI KA	04/25/06	0.20	CORRESPONDENCE RE: GM (0.2).
MARAFIOTI KA	04/26/06	0.70	REVIEW GM LETTER TO COURT RE: DISCOVERY (0.2); WORK ON RESPONSIVE LETTER (0.5).
MARAFIOTI KA	04/27/06	0.40	CORRESPONDENCE RE: GM (0.1); ANALYZE ISSUES RE: BRAKE HOSE BUSINESS (0.3).
MARAFIOTI KA	04/30/06	0.60	PREPARE FOR CHAMBERS CONFERENCE RE: GM DISCOVERY AND ADJOURNMENT REQUEST (0.6).

11.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	04/03/06	3.20	TELECONFERENCE WITH WEIL RE: DISCOVERY ON GM LOSS CONTRACT MATTER AND RELATED ISSUES (1.1); TELECONFERENCE WITH SENIOR STAFF (1.1); TELECONFERENCES RE: GM LOSS CONTRACTS (1.0).
SPRINGER DE	04/10/06	1.20	REVIEW 1113/14 FILINGS WITH VIEW TOWARD IMPLICATIONS RE GM (1.2).
SPRINGER DE	04/12/06	3.40	TELECONFERENCE WITH WEIL RE: GM LOSS CONTRACTS MOTION (1.2); TELECONFERENCES WITH S. CORCORAN RE: GM LOSS CONTRACTS (0.6); TELECONFERENCE WITH R. EISENBERG RE: GM LOSS CONTRACTS (0.9); REVIEW CORRESPONDENCE FROM WEIL RE: LOSS CONTRACT DISCOVERY (0.7).
SPRINGER DE	04/13/06	1.90	CONFERENCE WITH WORKING GROUP RE: GM LOSS CONTRACTS DISCOVERY ISSUES (0.6); ATTENTION TO ISSUES RE: DISCOVERY ON LOSS CONTRACTS (1.3).
SPRINGER DE	04/20/06	2.50	TELECONFERENCE WITH S. CORCORAN RE: GM LOSS CONTRACTS DISCOVERY ISSUES (0.5); REVIEW AND REVISE DISCOVERY TO GM RE: LOSS CONTRACTS (0.5); REVIEW OBJECTIONS (1.5).
SPRINGER DE	04/24/06	2.50	TELECONFERENCE WITH S. CORCORAN AND R. EISENBERG RE: LOSS CONTRACTS ISSUE (0.5); CONFERENCE WITH D. SHIVAKUMAR AND N. STUART RE: GM LOSS CONTRACTS DISCOVERY (1.0); PREPARATION FOR AND CONDUCT TELECONFERENCE WITH WEIL GOTSHAL RE: DISCOVERY ON GM LOSS CONTRACTS (1.0).
		14.70	
Total Partner		53.40	

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MATZ TJ	04/12/06	0.10	REVIEW GM OBJECTION TO LOSS CONTRACT MOTION (0.1).
MATZ TJ	04/17/06	2.40	REVIEW STIPULATION AND PROTECTIVE ORDER RE: DISCOVERY WITH GM (0.3); FINALIZE STIPULATION AND PROTECTIVE ORDER AND PRODUCTION OF MATERIALS TO W. GOTSHAL (1.2); CONTINUE WORK RE: PRODUCTION OF DISCOVERY DOCUMENTS TO W. GOTSHAL (0.7); FINALIZE OF STIPULATION AND PROTECTIVE ORDER (0.2).
MATZ TJ	04/18/06	0.30	FINALIZE AND FORWARD TO CHAMBERS THE STIPULATION AND PROTECTIVE ORDER RE: GM LOSS CONTRACTS MOTION (0.2); FOLLOW UP CALL WITH CHAMBERS RE: SAME (0.1).
MATZ TJ	04/24/06	0.40	CORRESPONDENCE WITH N. STUART RE: GM PROTECTIVE ORDER(0.2); FOLLOW UP REVIEW RE: SAME (0.2).
MATZ TJ	04/25/06	0.10	REVIEW LETTER FROM WEIL RE: LOSS CONTRACT DISCOVERY (0.1).
MATZ TJ	04/26/06	1.70	REVIEW GM REQUEST FOR LOSS CONTRACTS MOTION DELAY (0.2); RESPONSE THERETO (0.1); FOLLOW UP RE: CHAMBERS CONFERENCE TIMING (0.3); TELECONFERENCE WITH CHAMBERS RE: SAME (0.2); CONTINUE WORK ON CHAMBERS CONFERENCE (0.2); REVIEW LETTERS FROM EMPLOYEES RE: 1113/1114 MOTION AND PROPOSED RESPONSE (0.1); REVIEW LETTERS FROM CONGRESSMAN RE: SAME (0.1); REVIEW PROPOSED RESPONSE THERETO (0.2); REVIEW LETTERS FROM B. CECCOTTI RE: DEPOSITIONS (0.1); REVIEW CORRESPONDENCE WITH WILMINGTON TRUST RE: 1113/1114 DISCOVERY (0.2).

5.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	04/03/06	5.80	STRATEGY CALLS WITH WORKING GROUP RE: MEETING WITH CUSTOMER (0.4); COMMUNICATIONS WITH S. DANIELS RE: INFORMATION GATHERING IN ADVANCE OF DISCOVERY REQUESTS (0.3); RESEARCH ON SUPPLIER-CUSTOMER CONTRACT CASELAW IN MICHIGAN (1.3); REVIEW/ANALYZE DECLARATIONS IN SUPPORT OF SECTION 1113/1114 MOTION (3.8).
SHIVAKUMAR D	04/04/06	3.00	ANALYZE AND COMMENT ON DRAFT DECLARATIONS RELATING TO ATTRITION PLAN (2.8); REVIEW GM FILING RE: ATTRITION PLAN (0.2).
SHIVAKUMAR D	04/05/06	9.00	TELECONFERENCES WITH FTI AND WORKING GROUP TO ASSESS AND GATHER DOCUMENTS LIKELY RESPONSIVE TO POTENTIAL CUSTOMER DOCUMENT REQUESTS (1.5); REVIEW OF APPALOOSA OBJECTION AND TRANSCRIPTS OF APPALOOSA HEARING IN CONNECTION WITH PREPARATION FOR DEPOSITION OF ADAM REESE (1.3); ANALYSIS OF POTENTIAL SALE OF BUSINESS OR WIND-DOWN ISSUE IN CONNECTION WITH CONTRACT REJECTION MOTION AND TELECONFERENCES WITH S. DANIELS AND WORKING GROUP TO DISCUSS SAME (2.4); PREPARATION FOR AND ARRANGEMENTS FOR DEPOSITION OF ADAM REESE (2.2); REVIEW OF INFORMAL GM DISCOVERY REQUESTS AND DISCUSSION WITH WORKING GROUP RE: SAME (1.6).
SHIVAKUMAR D	04/06/06	2.90	COMMUNICATIONS RE: RECONCILIATION OF PO NUMBERS IDENTIFIED IN CONNECTION WITH REJECTION MOTION (0.5); COMMUNICATIONS RE: AGREEMENT RE: POTENTIAL SALE OR WIND DOWN OF BUSINESS AND ANALYSIS AND PROPOSED REVISION OF SAME (1.6); BEGIN DRAFTING POTENTIAL LETTER RESPONSE TO INFORMAL GM DOCUMENT REQUESTS (0.8).
SHIVAKUMAR D	04/07/06	4.00	TELECONFERENCES WITH S. DANIELS TO ANALYZE RECONCILIATION OF CONTRACT NUMBERS AT ISSUE IN REJECTION MOTION (0.8); TELECONFERENCE WITH S. DANIELS TO ANALYZE POTENTIAL AGREEMENT RE: POSSIBLE SALE OF BUSINESS LINE AND INTERIM SUPPLY TO CUSTOMER (0.5); TELECONFERENCES WITH WORKING GROUP TO ANALYZE LEGAL ISSUES RAISED BY PROPOSED AGREEMENT AND REVISION OF SAME PROPOSED AGREEMENT WITH CUSTOMER (1.3); ANALYSIS OF DEPOSITION TRANSCRIPTS WITH RESPECT TO FINANCIAL DEVELOPMENTS POTENTIALLY RELEVANT TO MOTION HEARING (1.4).

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SHIVAKUMAR D	04/10/06	0.60	COMMUNICATIONS WITH GM COUNSEL RE: DISCOVERY REQUESTS (0.2); COMMUNICATIONS WITH FTI RE: DOCUMENT COLLECTION (0.4).
SHIVAKUMAR D	04/11/06	0.50	TELECONFERENCE WITH GM COUNSEL RE: GM DISCOVERY REQUESTS (0.5).
SHIVAKUMAR D	04/12/06	8.20	PREPARE FOR AND CONDUCT MEET AND CONFER CALL WITH GM COUNSEL RE: DISCOVERY REQUESTS (1.2); ORGANIZE AND PREPARE DOCUMENT REVIEW STAFFING IN RESPONSE TO GM DOCUMENT REQUESTS (1.5); COMMUNICATIONS WITH FTI RE: DOCUMENT COLLECTION IN RESPONSE TO DISCOVERY REQUESTS (0.8); DRAFT LETTER TO GM COUNSEL RE: MEET AND CONFER CALL (2.0); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP RE: EXPIRING CONTRACTS AND REVIEW OF PRESENTATION IN PREPARATION FOR SAME (1.8); ANALYZE LETTER FROM GM COUNSEL RE: DISCOVERY ISSUES AND DISCUSSION WITH WORKING GROUP RE: SAME (0.9).
SHIVAKUMAR D	04/14/06	9.00	FINALIZE AND SEND LETTER RE: DISCOVERY TO GM COUNSEL (0.7); TELECONFERENCE WITH GM COUNSEL TO DISCUSS LETTER AND COMMUNICATIONS WITH WORKING GROUP RE: SAME (0.8); DRAFT PRODUCTION COVER LETTER FOR DOCUMENT REVIEW TEAM (1.1); DEVELOP DOCUMENT REVIEW PROTOCOLS AND INSTRUCT AND SUPERVISE DOCUMENT REVIEW TEAM (3.3); SECOND REVIEW OF DOCUMENTS TO BE PRODUCED TO GM IN FIRST WAVE (2.7); DISCUSSION WITH WORKING GROUP RE: DISCOVERY REQUESTS TO GM (0.4).
SHIVAKUMAR D	04/17/06	0.40	TELECONFERENCES WITH WORKING GROUP TO DISCUSS DOCUMENT PRODUCTION ISSUES (0.4).
SHIVAKUMAR D	04/18/06	0.80	TELECONFERENCES WITH WORKING GROUP TO DISCUSS DOCUMENT PRODUCTION ISSUES (0.8).
SHIVAKUMAR D	04/19/06	1.30	TELECONFERENCE WITH WORKING GROUP TO DISCUSS ISSUES RELATING TO GM DISCOVERY RESPONSES (1.3).
SHIVAKUMAR D	04/20/06	0.70	TELECONFERENCE WITH WORKING GROUP TO ASSESS DISCOVERY RESPONSE NEXT STEPS (0.7).
SHIVAKUMAR D	04/21/06	1.10	TELECONFERENCES WITH WORKING GROUP TO REVIEW ISSUES RELATING TO DISCOVERY SOUGHT FROM GM (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	04/23/06	8.80	SECOND REVIEW OF DOCUMENTS IN CONNECTION WITH QUESTIONS FROM DOCUMENT REVIEW TEAM (6.5); ANALYZE DISCOVERY CORRESPONDENCE AND DEVELOP EMAIL REVIEW PROTOCOLS FOR REVIEW TEAM (1.3); MEETING WITH REVIEW TEAM TO RESOLVE QUESTIONS RE: RESPONSIVENESS AND PRIVILEGE DURING DOCUMENT REVIEW PROCESS (1.0).
SHIVAKUMAR D	04/24/06	9.50	MEET AND CONFER CONFERENCE CALL WITH COUNSEL FOR GM TO DISCUSS DISCOVERY SCHEDULING (0.5); DRAFT CONFIRMATORY LETTER TO GM COUNSEL RE: DISCOVERY (1.2); STRATEGY DISCUSSIONS AMONG WORKING GROUP RE: DISCOVERY SCHEDULING (0.6); SECOND REVIEW, PRIVILEGE REVIEW, AND SUPERVISION OF DOCUMENT REVIEW PROCESS (6.8); ANALYSIS OF PROGRESS OF PURCHASE ORDER RECONCILIATION PROJECT AND CORRESPONDENCE WITH GM COUNSEL RE: SAME (0.4).
SHIVAKUMAR D	04/25/06	12.40	ANALYZE APRIL 25 GM LETTERS TO DEBTORS AND TO THE COURT RE: DISCOVERY ISSUES AND DISCUSS SAME WITH WORKING GROUP (0.7); DRAFT LETTER TO JUDGE DRAIN IN RESPONSE TO GM SCHEDULING ISSUES AND APPENDIX THERETO (3.9); REVISE DRAFT LETTER TO JUDGE DRAIN IN RESPONSE TO APPALOOSA LETTER TO COURT RE: DISCOVERY (1.2); DRAFT, REVISE AND FINALIZE RESPONSE LETTER TO APPALOOSA IN CONNECTION WITH MEET AND CONFER ON DISCOVERY ISSUES (2.3); ANALYZE APPALOOSA RESPONSE LETTER (0.2); COMMUNICATIONS WITH COMPANY RE: GM REQUEST FOR INITIAL BID FORMS (0.4); SECOND REVIEW OF DOCUMENTS TO BE PRODUCED TO GM AND DOCUMENT REVIEW SUPERVISION (3.7).
SHIVAKUMAR D	04/26/06	5.30	INCORPORATE TEAM EDITS TO DRAFT LETTERS TO COURT RE: GM DISCOVERY ISSUES AND APPALOOSA STANDING ISSUES AND FINALIZE SAME (2.0); SECOND REVIEW OF DOCUMENTS TO BE PRODUCED TO GM AND SUPERVISION OF DOCUMENT REVIEW IN RESPONSE TO GM DISCOVERY REQUESTS (3.3).
SHIVAKUMAR D	04/27/06	7.20	REVISE AND INCORPORATE FINAL EDITS TO LETTERS TO COURT RE: GM SCHEDULING AND APPALOOSA PARTICIPATION (3.4); REVIEW REDACTIONS OF BOARD MATERIALS AND TELECONFERENCES WITH S. CORCORAN TO REVIEW SAME (2.3); SECOND REVIEW OF DOCUMENTS TO BE PRODUCED TO GM (1.5).

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SHIVAKUMAR D 04/28/06 3.70 FINALIZE BOARD MINUTES FOR PRODUCTION
(0.4); SUPERVISE DOCUMENT REVIEW TEAM
AND RESOLVE SECOND REVIEW QUESTIONS
RE: RESPONSIVENESS AND PRIVILEGE
(2.1); COMMUNICATIONS WITH COMPANY
AND WORKING GROUP RE: DOCUMENT
DISCOVERY REQUESTS RELATING TO COST
ALLOCATIONS (0.7); PREPARE SUMMARY OF
POINTS IN ANTICIPATION OF CHAMBERS'
CONFERENCE ON MAY 1 (0.5).

94.20

Total Counsel

99.20

DIAZ LB 04/10/06 5.30 RESEARCH CONTRACT LAW RE: GM MONEY
LOSING CONTRACTS (1.2); DRAFT MEMO ON
CONTRACT LAW RE: GM MONEY LOSING
CONTRACTS (4.1).

DIAZ LB 04/18/06 1.10 CONTINUE TO DRAFT RESEARCH MEMO
ADDRESS CONTRACT LAW RE: GM PURCHASE
ORDERS (1.1).

DIAZ LB 04/19/06 2.90 CONTINUE TO RESEARCH GM MONEY LOSING
CONTRACTS AND RELATED CASE LAW (2.9).

DIAZ LB 04/20/06 3.90 DRAFT LETTER TO UCC RE: DOCUMENT
PRODUCTION (1.6); RESEARCH CONTRACT
LAW RE: INTEGRATION CLAUSES (2.3).

DIAZ LB 04/21/06 0.70 CONTINUE TO DRAFT AND EDIT MEMO RE:
GM LOSS CONTRACTS (0.7).

DIAZ LB 04/24/06 2.50 ANALYZE CASE LAW AND TREATISES RE: GM
MONEY LOSING CONTRACTS (2.5).

DIAZ LB 04/25/06 8.10 CONTINUE TO DRAFT RESEARCH MEMO
ADDRESSING CONTRACT LAW RE: GM LOSS
CONTRACTS (8.1).

DIAZ LB 04/26/06 7.90 CONTINUE TO DRAFT MEMO ANALYZING
CONTRACT LAW (7.9).

DIAZ LB 04/27/06 5.50 RESEARCH RELATED TO GM MONEY LOSING
CONTRACTS (4.3); CONTINUE TO DRAFT GM
MONEY LOSING CONTRACT MEMO (1.2).

DIAZ LB 04/28/06 3.30 CONTINUE TO DRAFT GM CONTRACT MEMO
(3.3).

41.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/13/06	0.50	DRAFT PROTECTIVE ORDER RE: GM REJECTION MOTION (0.5).
FERN BM	04/17/06	1.90	REVIEW MASTER SEPARATION AGREEMENT AND US EMPLOYEE MATTERS AGREEMENT (1.9).
FERN BM	04/25/06	0.50	DRAFT JPM PROTECTIVE ORDER RE: GM MOTION (0.5).
		2.90	
GUZZARDO J	04/13/06	8.10	DOCUMENT REVIEW AND PRODUCTION COORDINATION FOR GM CONTRACT REJECTION DISCOVERY (8.1).
GUZZARDO J	04/17/06	10.20	DOCUMENT REVIEW AND PRODUCTION COORDINATION (10.2).
GUZZARDO J	04/18/06	8.50	DOCUMENT REVIEW AND PRODUCTION COORDINATION (7.9); EDITS TO DRAFT OF DISCOVERY REQUESTS (0.6).
GUZZARDO J	04/19/06	12.10	DOCUMENT REVIEW AND PRODUCTION COORDINATION IN RELATION TO MOTION TO REJECT GM CONTRACTS (12.1).
GUZZARDO J	04/20/06	11.30	DOCUMENT REVIEW AND PRODUCTION COORDINATION. (11.3).
GUZZARDO J	04/21/06	6.70	DOCUMENT REVIEW AND PRODUCTION COORDINATION, INCLUDING INDEXING OF PRODUCED DISCOVERY (5.7); DRAFT DISCOVERY RESPONSE LETTER (1.0).
GUZZARDO J	04/22/06	7.90	DOCUMENT REVIEW AND PRODUCTION COORDINATION (7.9).
GUZZARDO J	04/23/06	5.90	DOCUMENT REVIEW AND PRODUCTION COORDINATION INCLUDING STRATEGIZE AND CONFER SESSION WITH REVIEW/PRODUCTION TEAM (5.9).
GUZZARDO J	04/24/06	8.10	DOCUMENT REVIEW AND PRODUCTION COORDINATION (8.1).
GUZZARDO J	04/25/06	10.90	CONTINUE DOCUMENT REVIEW AND PRODUCTION COORDINATION. (10.9).
GUZZARDO J	04/26/06	7.80	DOCUMENT REVIEW AND PRODUCTION COORDINATION IN CONNECTION WITH GM CONTRACT REJECTION MOTION (7.8).
GUZZARDO J	04/27/06	9.80	DOCUMENT REVIEW AND INDEXING FOR GM CONTRACT REJECTION MOTION (9.8).
GUZZARDO J	04/28/06	10.30	DOCUMENT REVIEW AND DOCUMENT DESCRIPTION INDEXING. (10.3).
		117.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KOHUT RD	04/29/06	7.70	REVIEW OF DOCUMENTS TO BE PRODUCED TO GM (7.7) .
KOHUT RD	04/30/06	9.80	REVIEW OF DOCUMENTS TO BE PRODUCED TO GM (9.8) .
		17.50	
MEISLER RE	04/05/06	0.20	ANALYSIS OF CERTAIN CUSTOMER PROGRAMS (0.2) .
MEISLER RE	04/14/06	0.60	ATTENTION TO DISCOVERY MATTERS RE: GM LOSS CONTRACTS (0.6) .
MEISLER RE	04/17/06	0.50	ATTENTION TO GM CONTRACT REJECTION (0.3); ATTENTION TO PROTECTIVE ORDER RE: SAME (0.2) .
MEISLER RE	04/18/06	0.20	REVIEW APPALOOSA OBJECTION TO GM CONTRACT REJECTION (0.2) .
MEISLER RE	04/19/06	0.50	CONTINUE ATTENTION TO LOSS CONTRACTS PREPARATION (0.5) .
MEISLER RE	04/20/06	0.80	CONTINUE ATTENTION TO DOCUMENT PRODUCTION RE: GM LOSS CONTRACTS (0.6); TELECONFERENCE WITH S. CORCORAN RE: DOCUMENT PRODUCTION TO UCC RE: SAME (0.2) .
MEISLER RE	04/21/06	0.60	CONTINUE WORKING ON GM LOSS CONTRACTS (0.6) .
MEISLER RE	04/25/06	1.20	CONFERENCE WITH R. EISENBERG RE: GM LOSS CONTRACTS (0.2); CONTINUE WORKING ON SAME (1.0) .
MEISLER RE	04/26/06	1.00	REVIEW GM LETTER RE: REQUEST TO ADJOURN MAY 12TH HEARING (0.2); REVIEW AND COMMENT ON RESPONSE RE: SAME (0.8) .
MEISLER RE	04/27/06	1.90	TELECONFERENCE WITH M. DENSMORE RE: LOGISTICS CONTRACTS (0.5); ANALYSIS OF SAME (0.7); TELECONFERENCE WITH J. BUTLER, D. SHERBIN, S. CORCORAN AND M. DENSMORE RE: SAME (0.4); TELECONFERENCE WITH N. BERGER RE: SAME (0.3) .
		7.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	04/03/06	4.70	REVIEW MATERIALS FOR POTENTIAL EXECUTORY CONTRACT RESPONSE PAPERS (1.8); RESEARCH RE: PURCHASE ORDERS AND EXECUTORY CONTRACTS (2.9).
STUART NL	04/04/06	1.40	REVIEW GM CONTRACT LISTS (1.4).
STUART NL	04/06/06	1.40	REVIEW MATERIALS FOR GM DISCOVERY REQUEST (1.4).
STUART NL	04/07/06	2.20	REVIEW EXECUTORY CONTRACT LISTS (1.3); REVIEW DISCOVERY REQUESTS (0.9).
STUART NL	04/11/06	2.70	PREPARE RESPONSES FOR GM DISCOVERY REQUESTS (2.7).
STUART NL	04/12/06	9.30	TELECONFERENCE WITH WEIL RE: GM'S DISCOVERY REQUESTS (1.1); FOLLOW UP WITH FTI ON GM'S DISCOVERY REQUESTS (1.7); REVIEW DOCUMENTS IN PREPARATION FOR RESPONSE TO GM'S DISCOVERY REQUESTS (6.5).
STUART NL	04/13/06	10.90	REVIEW DOCUMENTS IN RESPONSE TO GM DISCOVERY REQUESTS (10.9).
STUART NL	04/14/06	12.60	REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM DISCOVERY REQUESTS (12.6).
STUART NL	04/15/06	5.90	REVIEW RESPONSIVE DOCUMENTS AND PREPARE FIRST WAVE OF PRODUCTION RESPONSIVE TO GM DISCOVERY REQUESTS (5.9).
STUART NL	04/16/06	2.60	IN RESPONSE TO GM DISCOVERY REQUESTS, REVIEW DOCUMENTS SUBMITTED BY FINANCIAL ADVISOR (2.3); CORRESPONDENCE WITH FINANCIAL ADVISOR (0.3).
STUART NL	04/17/06	15.40	REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S DISCOVERY REQUESTS (15.4).
STUART NL	04/18/06	13.20	BEGIN DRAFTING INTERROGATORIES AND DISCOVERY REQUESTS (2.5); REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S DISCOVERY REQUESTS (10.7).
STUART NL	04/19/06	9.10	REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM DISCOVERY REQUESTS (9.1).
STUART NL	04/20/06	14.30	DRAFT AND REVISE INTERROGATORIES AND DOCUMENT REQUESTS (1.3); DRAFT FIRST RESPONSE LETTER TO WEIL'S APRIL 19 DISCOVERY REQUESTS (2.1); REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S DISCOVERY REQUESTS (10.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	04/21/06	12.60	DRAFT RESPONSE LETTER TO GM'S APRIL 19 LETTER (1.9); DRAFT AND REVISE INTERROGATORIES (1.3); DOCUMENT REVIEW (9.4).
STUART NL	04/22/06	8.30	REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S DISCOVERY REQUEST (8.3).
STUART NL	04/23/06	8.20	REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM DISCOVERY REQUESTS (8.2).
STUART NL	04/24/06	13.60	INTERNAL STRATEGY SESSION RE: DISCOVERY (1.0); TELECONFERENCE WITH WEIL RE: DISCOVERY ISSUES (1.1); REVIEW AND PRODUCE DOCUMENTS (11.5).
STUART NL	04/25/06	10.00	CONTINUE TO REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S DOCUMENT REQUESTS (8.2); DRAFT LETTER RESPONSIVE TO GM'S LETTER TO CHAMBERS (1.8).
STUART NL	04/26/06	15.50	STRATEGY CALL ON REPLY BRIEF (0.7); STRATEGY CALL WITH CLIENT AND COUNSEL ON 1113 HEARING (1.1); DRAFT UCC SLIDES ON CONTRACT REJECTION MOTION STATUS (0.9); REVIEW DOCUMENT PRODUCTION QUESTIONS (0.6); CONTINUE TO REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S REQUEST (12.2).
STUART NL	04/27/06	9.70	CONTINUE REVIEW AND PRODUCTION OF DOCUMENTS RESPONSIVE TO GM'S DOCUMENT REQUEST (9.7).
STUART NL	04/28/06	5.40	CONTINUE TO REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S REQUEST (4.7); REVIEW CORRESPONDENCE WITH GM (0.7).
STUART NL	04/29/06	5.30	CONTINUE TO REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S REQUEST (3.4); REVIEW REDACTED PRESENTATIONS (0.7); PREPARE FOR SCHEDULING HEARING WITH CHAMBERS (1.2).
STUART NL	04/30/06	3.70	CONTINUE TO REVIEW AND PRODUCE DOCUMENTS RESPONSIVE TO GM'S DOCUMENT REQUEST (3.1); PREPARE FOR CHAMBERS' CALL RE: SCHEDULING (0.6).

198.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	04/03/06	2.20	WORK ON RESPONSE TO MOTION COMPELLING GM TO PRODUCE DOCUMENTS (1.5); TELECONFERENCE RE: SAME (0.4); EDIT AND REVISE DRAFT MOTION (0.3).
TOUSSI S	04/04/06	1.00	ADDRESS ISSUES RE: GM 2004 MOTION (1.0).
TOUSSI S	04/07/06	1.60	ADDRESS OUTSTANDING GM SETOFF CLAIMS AND STATUS OF SAME (0.5); REVIEW GM LOSS CONTRACT DOCUMENTS (0.5); ANALYZE GM'S MOST RECENT SETOFF FOR EMPLOYEE RELATED MATTERS UNDER DIP ORDER (0.6).
TOUSSI S	04/13/06	1.10	EDIT AND REVISE DRAFT LETTER TO GM RE: SETOFF (0.7); ADDRESS COMMENTS RE: SAME (0.4).
TOUSSI S	04/25/06	0.80	ADDRESS OUTSTANDING GM SETOFF MATTERS AND STATUS OF SAME (0.8).
		6.70	
VANLONKHUYZEN CE	04/12/06	1.90	STRATEGY CONFERENCE RELATED TO GM CONTRACT REJECTION MOTION (0.5); BEGIN TO REVIEW AND ANALYZE GM CONTRACT REJECTION MOTION AND ALL SUPPORTING DOCUMENTS (1.4).
VANLONKHUYZEN CE	04/13/06	3.60	STRATEGY CONFERENCE RELATED TO GM CONTRACT REJECTION DOCUMENT PRODUCTION (1.4); CONTINUE TO REVIEW AND ANALYZE GM CONTRACT REJECTION MOTION AND ALL SUPPORTING DOCUMENTS (2.2).
VANLONKHUYZEN CE	04/14/06	11.20	STRATEGY MEETING RELATED TO GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (0.5); REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE FIRST WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (10.7).
VANLONKHUYZEN CE	04/17/06	7.40	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE AND COMPLETE SECOND WAVE OF GM CONTRACT REJECTION MOTION PRODUCTION (7.4).
VANLONKHUYZEN CE	04/18/06	11.60	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE THIRD WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (11.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

VANLONKHUYZEN CE	04/19/06	12.90	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE SUPPLEMENTAL PRODUCTION AND STARTING THE FOURTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (12.9).
VANLONKHUYZEN CE	04/20/06	14.80	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE FOURTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (14.8).
VANLONKHUYZEN CE	04/21/06	10.10	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE FIFTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (10.1).
VANLONKHUYZEN CE	04/22/06	8.10	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING STARTING SIXTH AND SEVENTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (8.1).
VANLONKHUYZEN CE	04/24/06	12.60	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE EIGHTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (12.6).
VANLONKHUYZEN CE	04/25/06	13.20	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE NINTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (13.2).
VANLONKHUYZEN CE	04/26/06	8.80	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE TENTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (8.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

VANLONKHUYZEN CE	04/27/06	13.00	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE ELEVENTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (13.0).
VANLONKHUYZEN CE	04/28/06	11.60	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE TWELFTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (11.6).
		140.80	
ZIEGLER VE	04/03/06	5.30	DRAFT STATEMENT RE: UCC'S 2004 MOTION (5.3).
		5.30	
Total Associate		537.50	
CHOW PP	04/03/06	6.40	REVIEW GM LOSS CONTRACTS TO BE REJECTED AND CODE DATA FOR SAME IN ELECTRONIC DATABASE (6.4).
CHOW PP	04/04/06	0.80	REVIEW GM LOSS CONTRACTS AND EDIT/REVISE ELECTRONIC DATABASE OF SAME (0.8).
CHOW PP	04/17/06	7.30	REVIEW EXHIBIT A TO MOTION AUTHORIZING REJECTION OF CERTAIN EXECUTORY CONTRACTS WITH GENERAL MOTORS AND UPDATE ELECTRONIC DATABASE WITH SELECTION OF CORRESPONDING CONTRACTS (6.6); COORDINATE PRODUCTION AND DISTRIBUTION OF CONTRACTS IN ELECTRONIC DATABASE (0.7).
CHOW PP	04/18/06	4.70	REVIEW GENERAL MOTORS LOSS CONTRACTS AND IDENTIFY PHASE ONE CONTRACTS FOR PRODUCTION TO CREDITORS COMMITTEE (4.3); COORDINATE PRODUCTION AND DISTRIBUTION OF SAME IN ELECTRONIC DATABASE (0.4).
CHOW PP	04/19/06	3.70	REVIEW SATURN CONTRACTS AND PREPARE SAME FOR ELECTRONIC PRODUCTION TO CREDITORS' COMMITTEE (1.7); PREPARE AND EXPORT SUMMARY OF PHASE ONE CONTRACTS FROM ELECTRONIC DATABASE (1.4); COORDINATE PRODUCTION AND DISTRIBUTION OF SAME IN ELECTRONIC DATABASE (0.6).
CHOW PP	04/20/06	0.70	COORDINATE TRACKING NUMBER FOR DAD OF PHASE ONE CONTRACT TO COMPANY (0.1); EDIT/REVISE CODED FIELDS IN ELECTRONIC DATABASE OF GENERAL MOTORS LOSS CONTRACTS (0.6).
		23.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	04/03/06	0.60	PREPARE KEY DOCUMENTS RE: GENERAL MOTORS REJECTION MOTION FOR ATTORNEY REVIEW (0.6).
DEMMA J	04/27/06	2.40	PREPARE INDEX RE: DOCUMENT PRODUCTION (2.4).
		3.00	
GILCHRIST JM	04/17/06	2.80	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (2.8).
GILCHRIST JM	04/18/06	4.80	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (4.8).
GILCHRIST JM	04/20/06	8.60	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (8.6).
GILCHRIST JM	04/24/06	8.30	PAGE CHECK BATES LABELED DOCUMENTS FROM PRODUCTION (2.6); ENTER LABELED DOCUMENTS INTO LOG (5.7).
GILCHRIST JM	04/25/06	3.90	REDACT DOCUMENTS FOR PRODUCTION (3.9).
GILCHRIST JM	04/27/06	4.30	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (4.3).
		32.70	
KLIMEK MV	04/14/06	9.40	ASSIST WITH PRODUCTION OF DOCUMENTS TO GENERAL MOTORS (9.4).
KLIMEK MV	04/17/06	4.80	CONTINUE TO ASSIST WITH PRODUCTION TO GENERAL MOTORS (4.8).
KLIMEK MV	04/18/06	7.50	ASSIST WITH THIRD WAVE PRODUCTION OF DOCUMENTS GENERAL MOTORS CONTRACT REJECTION MOTION (7.5).
KLIMEK MV	04/19/06	6.90	ASSIST WITH FOURTH PRODUCTION OF DOCUMENTS TO GENERAL MOTORS (6.9).
KLIMEK MV	04/20/06	10.90	CONTINUE TO ASSIST WITH FOURTH DOCUMENT PRODUCTION (10.9).
KLIMEK MV	04/21/06	11.60	CONTINUE TO ASSIST WITH FIFTH DOCUMENT PRODUCTION (11.6).
KLIMEK MV	04/22/06	4.20	CONTINUE TO ASSIST WITH SIXTH DOCUMENT PRODUCTION (4.2).
KLIMEK MV	04/23/06	1.20	CONTINUE TO ASSIST WITH FOURTH DOCUMENT PRODUCTION (1.2).
KLIMEK MV	04/24/06	11.80	CONTINUE TO ASSIST WITH EIGHTH DOCUMENT PRODUCTION (11.8).
KLIMEK MV	04/25/06	8.50	CONTINUE TO ASSIST WITH PRODUCTION OF DOCUMENTS TO GENERAL MOTORS (8.5).
		76.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

NOWICKI JA	04/17/06	2.20	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (2.2).
NOWICKI JA	04/18/06	5.20	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (5.2).
NOWICKI JA	04/20/06	8.80	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (8.8).
NOWICKI JA	04/24/06	17.00	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (17.0).
NOWICKI JA	04/25/06	6.10	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION; ATTENTION TO REVIEWING DOCUMENTS FOR PRIVILEGE AND RESPONSIVENESS (6.1).
NOWICKI JA	04/26/06	7.80	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (7.8).
NOWICKI JA	04/27/06	7.60	DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (7.6).

54.70

ROSEN R	04/03/06	2.80	REVIEW CASE DOCKET, COMPILE, INDEX AND PREPARE GM CONTRACT REJECTION MOTION, SECTION 1113 AND 1114 MOTION AND SUPPORTING DOCUMENTS BINDER FOR UPCOMING 4/7/06 HEARING (2.8).
		2.80	

SALAZAR AG	04/17/06	1.00	COORDINATE TRANSMISSION OF PRODUCED DOCUMENTS TO WEIL (0.8); REVIEW AND RESPOND TO EMAIL (0.2); ORGANIZE MEETING PLACE FOR WEEKLY CALL (0.2).
SALAZAR AG	04/20/06	1.10	RECEIVE GM PRODUCTION DOCUMENTS AND COORDINATE DELIVERY TO WEIL (1.1).
SALAZAR AG	04/24/06	0.90	COORDINATE AND SERVE PRODUCED DOCUMENTS TO GM'S COUNSEL (0.9).

3.00

Total Legal Assistant 196.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSI DA	04/03/06	0.50	MAINTAIN DATABASE FOR EXECUTORY CONTRACTS (0.5) .
ROSI DA	04/17/06	3.50	MAINTAIN DATABASE FOR DELPHI GM LOSS CONTRACTS (2.0); MAINTAIN DATABASE FOR DELPHI THIRD DESKTOP REVIEW (1.5) .
ROSI DA	04/18/06	5.10	MAINTAIN DATABASE FOR DELPHI THIRD DESKTOP (2.8); MAINTAIN DATABASE FOR DELPHI THIRD DESKTOP (2.3) .
ROSI DA	04/19/06	2.40	MAINTAIN DATABASE FOR DELPHI GM LOSS CONTRACTS (1.9); MAINTAIN DATABASE FOR DELPHI GM LOSS CONTRACTS (0.5) .
ROSI DA	04/20/06	5.90	MAINTAIN DATABASE FOR DELPHI THIRD DESKTOP (5.9) .
ROSI DA	04/21/06	17.00	MAINTAIN DATABASE FOR DELPHI THIRD DESKTOP (3.0); MAINTAIN DATABASE FOR DELPHI THIRD DESKTOP (14.0) .
ROSI DA	04/24/06	5.70	ASSIST CASE TEAM WITH ASSEMBLY OF DOCUMENTS RE: DELPHI PRODUCTION (5.7) .
ROSI DA	04/25/06	4.80	ASSIST CASE TEAM WITH GM PROJECT MANAGEMENT (4.8) .
ROSI DA	04/26/06	5.10	ASSIST CASE TEAM WITH GM PROJECT MANAGEMENT (5.1) .
ROSI DA	04/27/06	2.00	ASSIST CASE TEAM WITH GM PROJECT MANAGEMENT (2.0) .
ROSI DA	04/28/06	5.60	ASSIST CASE TEAM WITH GM PROJECT MANAGEMENT (5.6) .
		57.60	
Total Legal Assistant Specialist		57.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIBELLA JB	04/21/06	1.70	ATTEND DELPHI MEETING RE: GM DOCUMENT PRODUCTION (1.7) .
DIBELLA JB	04/22/06	4.50	ASSIST WITH DOCUMENT PRODUCTION OF DELPHI DOCUMENT PRODUCTION (4.5) .
DIBELLA JB	04/24/06	4.80	ASSIST WITH DOCUMENT PRODUCTION OF DELPHI DOCUMENT PRODUCTION (4.8) .
DIBELLA JB	04/25/06	11.50	ASSIST WITH DOCUMENT PRODUCTION OF DELPHI DOCUMENT PRODUCTION (11.5) .
DIBELLA JB	04/26/06	9.80	ASSIST WITH DOCUMENT PRODUCTION OF DELPHI DOCUMENT PRODUCTION (9.8) .
DIBELLA JB	04/27/06	10.30	ASSIST WITH DOCUMENT PRODUCTION OF DELPHI DOCUMENT PRODUCTION (10.3) .
DIBELLA JB	04/28/06	3.50	ASSIST WITH DOCUMENT PRODUCTION OF DELPHI DOCUMENT PRODUCTION (3.5) .
		46.10	
Total Legal Assistant Support		46.10	
TOTAL TIME		<u>990.40</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Customer Matters (GM)**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/01/06	Stuart NL	476.00
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$476.00
In-house Reproduction	04/04/06	Copy Center, D	75.92
In-house Reproduction	04/04/06	Copy Center, D	425.30
In-house Reproduction	04/14/06	Copy Center, D	445.50
In-house Reproduction	04/18/06	Copy Center, D	186.44
In-house Reproduction	04/21/06	Copy Center, D	19.30
In-house Reproduction	04/25/06	Copy Center, D	36.11
In-house Reproduction	04/25/06	Copy Center, D	0.60
In-house Reproduction	04/28/06	Copy Center, D	126.03
In-house Reproduction	04/28/06	Copy Center, D	3.80
		TOTAL IN-HOUSE REPRODUCTION	\$1,319.00
Telephone Expense	04/28/06	Telecommunications, D	29.14
Telephone Expense	04/28/06	Telecommunications, D	34.47
Telephone Expense	04/28/06	Telecommunications, D	0.97
Telephone Expense	04/28/06	Telecommunications, D	2.81
Telephone Expense	04/28/06	Telecommunications, D	3.53
Telephone Expense	04/28/06	Telecommunications, D	0.08
		TOTAL TELEPHONE EXPENSE	\$71.00
Non-standard/Outside Reproduction	04/13/06	Landmark Document Services	1,007.41
Non-standard/Outside Reproduction	04/14/06	Landmark Document Services	304.66
Non-standard/Outside Reproduction	04/15/06	Landmark Document Services	1,143.30
Non-standard/Outside Reproduction	04/17/06	Landmark Document Services	78.53
Non-standard/Outside Reproduction	04/19/06	Ivize of Chicago, LLC	623.10
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$3,157.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	04/04/06	Stuart NL	17.29
Lexis/Nexis	04/06/06	Springer DE	337.94
Lexis/Nexis	04/21/06	Zaltzman H	93.50
Lexis/Nexis	04/23/06	Zaltzman H	238.22
Lexis/Nexis	04/24/06	Zaltzman H	539.05
		TOTAL LEXIS/NEXIS	\$1,226.00
Westlaw	04/03/06	Diaz LB	37.30
Westlaw	04/03/06	Ziegler VE	361.76
Westlaw	04/04/06	Diaz LB	323.86
Westlaw	04/10/06	Stuart NL	76.34
Westlaw	04/10/06	Diaz LB	226.92
Westlaw	04/11/06	Diaz LB	9.59
Westlaw	04/20/06	Ziegler VE	953.44
Westlaw	04/24/06	Ziegler VE	16.29
Westlaw	04/26/06	Stuart NL	163.50
Westlaw	04/27/06	Stuart NL	9.59
Westlaw	04/27/06	Diaz LB	193.86
Westlaw	04/27/06	Campanario ND	14.03
Westlaw	04/28/06	Diaz LB	8.52
		TOTAL WESTLAW	\$2,395.00
Reproduction - color	04/11/06	Copy Center, D	30.00
		TOTAL REPRODUCTION - COLOR	\$30.00
Air/Rail Travel (external)	04/05/06	Butler, Jr. J	245.85
Air/Rail Travel (external)	04/23/06	Butler, Jr. J	195.15
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$441.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	04/05/06	Butler, Jr. J	103.98
Out-of-Town Travel	04/05/06	Butler, Jr. J	226.70
Out-of-Town Travel	04/05/06	Butler, Jr. J	10.99
Out-of-Town Travel	04/23/06	Butler, Jr. J	137.08
Out-of-Town Travel	04/23/06	Butler, Jr. J	50.97
Out-of-Town Travel	04/23/06	Butler, Jr. J	320.79
Out-of-Town Travel	04/23/06	Butler, Jr. J	13.49
		TOTAL OUT-OF-TOWN TRAVEL	\$864.00
Messengers/ Courier	04/02/06	United Parcel Service	16.70
Messengers/ Courier	04/09/06	United Parcel Service	1.71
Messengers/ Courier	04/12/06	Dist Serv/Mail/Page, D	93.08
Messengers/ Courier	04/15/06	Dist Serv/Mail/Page, D	95.73
Messengers/ Courier	04/15/06	Dist Serv/Mail/Page, D	144.38
Messengers/ Courier	04/15/06	Dist Serv/Mail/Page, D	83.12
Messengers/ Courier	04/15/06	Dist Serv/Mail/Page, D	39.40
Messengers/ Courier	04/17/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/18/06	Dist Serv/Mail/Page, D	9.10
Messengers/ Courier	04/19/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/19/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/20/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/22/06	Dist Serv/Mail/Page, D	18.68
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	9.71

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/26/06	Dist Serv/Mail/Page, D	10.17
Messengers/ Courier	04/26/06	Dist Serv/Mail/Page, D	9.10
Messengers/ Courier	04/26/06	Dist Serv/Mail/Page, D	9.10
Messengers/ Courier	04/27/06	Dist Serv/Mail/Page, D	9.10
Messengers/ Courier	04/27/06	Dist Serv/Mail/Page, D	9.10
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	9.11
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	9.10
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	25.18
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	9.91
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	6.19
		TOTAL MESSENGERS/ COURIER	\$661.00
Out-of-Town Meals	04/05/06	Butler, Jr. J	16.00
Out-of-Town Meals	04/23/06	Butler, Jr. J	18.00
		TOTAL OUT-OF-TOWN MEALS	\$34.00
Media Duplication	04/20/06	Mead I	16.00
		TOTAL MEDIA DUPLICATION	\$16.00
		TOTAL MATTER	\$10,690.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/01/06	0.80	PREPARE FOR (0.4) AND PARTICIPATE IN (0.4) CHAMBERS CONFERENCE RE: GM CONTRACT REJECTION MOTION.
BUTLER, JR. J	05/03/06	0.80	REVIEW GM SCHEDULING ORDER (0.2); REVIEW AND EVALUATE GM DISCOVERY ISSUES (0.6).
BUTLER, JR. J	05/05/06	1.10	REVIEW AND EVALUATE GM DISCOVERY ISSUES INCLUDING NEW ROUND OF CHAMBERS LETTERS (0.8); REVIEW GM DISCLOSURES (0.3).
BUTLER, JR. J	05/11/06	2.20	TELECONFERENCE WITH B. ROSENBERG RE: UCC DEMAND LETTER RE: GM (0.2); REVIEW AND EVALUATE UCC DEMAND LETTER (1.1); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.3); REVIEW AND EVALUATE GM DISCOVERY ISSUES (0.6).
BUTLER, JR. J	05/12/06	0.60	REVIEW AND EVALUATE GM DISCOVERY MATTERS (0.4); REVIEW EMAIL FROM S. MILLER RE: GM UPDATE AND FOLLOW-UP RE: SAME (0.2).
BUTLER, JR. J	05/13/06	1.10	REVIEW EMAIL FROM S. MILLER RE: GM REQUEST FOR SECOND ADJOURNMENT OF GM CONTRACT REJECTION MOTION AND BEGIN TO EVALUATE REQUEST (0.3); REVIEW BLACKLINED REVISED GM PROPOSAL (0.8).
BUTLER, JR. J	05/14/06	1.60	PREPARE FOR MAY 15TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM AT REN CEN IN DETROIT INCLUDING REVIEW OF DRAFT PRESENTATION MATERIALS (0.9); BEGIN TO REVIEW DEMONSTRATIVE EXHIBITS FOR GM CONTRACT REJECTION HEARING (0.4); REVIEW LITIGATION CALENDAR (0.3).
BUTLER, JR. J	05/15/06	4.60	PREPARE FOR (1.3) AND PARTICIPATE IN (2.8) SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM AT REN CEN; REVIEW GM LETTER TO CHAMBERS RE: ADJOURNMENT OF CONTRACT REJECTION HEARING (0.2); TELECONFERENCE WITH WORKING GROUP RE: SAME (0.3).

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BUTLER, JR. J	05/16/06	2.60	REVIEW AND EVALUATE GM DISCOVERY ISSUES (0.4); REVIEW AND EVALUATE GM REQUEST FOR SECOND ADJOURNMENT OF GM CONTRACT REJECTION MOTION INCLUDING FURTHER REVIEW OF GM CHAMBERS LETTER (0.5); TELECONFERENCE WITH S. MILLER, J. SHEEHAN AND D. SHERBIN RE: SAME (0.3); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP RE: SAME (0.2); SEVERAL EMAILS AND TELECONFERENCES WITH M. BIENENSTOCK RE: SAME (0.7); EVALUATE RELATED SCHEDULING MATTERS (0.3); TELECONFERENCE WITH J. MILLERMAN AND WEIL RE: GM SCHEDULING MATTERS (0.2).
BUTLER, JR. J	05/17/06	1.90	REVIEW AND REVISE CHAMBERS LETTER RE: SECOND ADJOURNMENT OF GM CONTRACT REJECTION MOTION AND RELATED SCHEDULING MATTERS (0.4); REVIEW DISCOVERY MATTERS RE: RESULTS OF CHAMBERS CONFERENCE RE: GM ATTEMPT TO RECLASSIFY HIGHLY CONFIDENTIAL DISCOVERY MATTERS (0.2); TELECONFERENCE WITH D. SHERBIN RE: UCC AND GM INVESTIGATIVE MATTERS (0.2); BEGIN TO REVIEW UCC MATERIALS RE: GM (0.8); REVIEW NEW GM SETOFF REQUEST (0.3).
BUTLER, JR. J	05/19/06	2.20	TELECONFERENCE AND EMAILS FROM/TO D. SHERBIN RE: GM CLAIMS REVIEW (0.3); CONTINUE TO REVIEW UCC MATERIALS RE: SAME (1.1); PREPARE FOR MAY 22ND WORKING GROUP MEETING AT COMPANY IN TROY (0.8).
BUTLER, JR. J	05/22/06	4.90	PREPARE FOR (0.4) AND PARTICIPATE IN (0.7) GM CLAIMS REVIEW MEETING WITH D. SHERBIN, J. PAPELIAN AND WORKING GROUP AT COMPANY IN TROY; PREPARE FOR (0.1) AND PARTICIPATE IN (0.2) MEETING WITH J. PAPELIAN AT COMPANY RE: IMPLICATION OF AUTOMATIC STAY ON THIRD PARTY COMPLAINT IN GM ERISA LITIGATION; REVIEW AND EVALUATE DRAFT GM LETTER RE: DEFERRAL OF SECTION 365 CONTRACT REJECTION MOTION FOR 60 DAYS INCLUDING STRATEGY DISCUSSIONS WITH S. MILLER AND SENIOR MANAGEMENT TEAM IN TROY (1.4); PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) DELPHI CLIENT WORKING GROUP RE: SAME; PREPARE FOR (0.2) AND PARTICIPATE IN (0.9); PREP SESSION AT COMPANY WITH S. MILLER AND GM WORKING GROUP RE: MAY 25TH SENIOR LEADERSHIP MEETING IN DETROIT; EVALUATE FURTHER GM DISCOVERY ISSUES INCLUDING DEMAND FOR TURNOVER OF UCC PRESENTATIONS (0.3).

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BUTLER, JR. J	05/23/06	0.80	EMAILS FROM/TO B. ROSENBERG RE: SUPPLEMENTAL CREDITORS' COMMITTEE MATERIALS RE: GM (0.2); BEGIN TO REVIEW SUPPLEMENTAL MATERIALS (0.6).
BUTLER, JR. J	05/24/06	1.40	PREPARE FOR MAY 25TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM IN DETROIT WITH D. RESNICK (0.7); REVIEW LITIGATION CALENDAR AND NEXT STEPS, OPEN ISSUES RE: GM CONTRACT REJECTION MOTION (0.7).
BUTLER, JR. J	05/25/06	2.90	PREPARE FOR (0.3) AND PARTICIPATE IN (1.6) SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM IN DETROIT; ATTEND POST-MEETING WORKING GROUP MEETING (INCLUDING S. MILLER VIA TELECONFERENCE) RE: RECAP AND NEXT STEPS (0.5); WORK ON POSSIBLE SENIOR LEADERSHIP MEETING IN DETROIT ON MAY 31ST (0.3); REVIEW RESEARCH RE: APPLICABILITY OF STAY TO GM ERISA LITIGATION SUBPOENA (0.2).
BUTLER, JR. J	05/26/06	0.30	REVIEW AND EVALUATE OPEN DISCOVERY ISSUES INCLUDING EQUITY COMMITTEE'S PARTICIPATION IN DEPOSITIONS (0.3).
BUTLER, JR. J	05/27/06	0.80	CONTINUE TO EVALUATE OPEN GM DISCOVERY ISSUES AND APPROACHES (0.4); BEGIN TO PREPARE FOR MAY 31ST SENIOR LEADERSHIP BETWEEN BETWEEN DELPHI AND GM IN TROY AND FOLLOW-ON MEETING WITH F. HENDERSON (0.4).
BUTLER, JR. J	05/31/06	7.20	PREPARE FOR (0.3) AND PARTICIPATE IN (1.4) WORKING GROUP MEETING WITH R. O'NEAL AT COMPANY IN TROY; PREPARE FOR (0.8) AND PARTICIPATE IN (1.9) SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM IN TROY; PREPARE FOR (0.5) AND ATTEND (2.3) DINNER MEETING WITH F. HENDERSON, M. LUCAS, H. MILLER, M. BIENENSTOCK AND DELPHI EXECUTIVE MANAGEMENT/ADVISOR REPRESENTATIVES IN BLOOMFIELD HILLS.
		37.80	
COCHRAN EL	05/10/06	1.10	REVIEW TERM SHEET ISSUES (1.1).
COCHRAN EL	05/11/06	7.30	PREPARE REVISED TERM SHEET RE: GM REVENUE PLAN (4.7); REVIEW GM COMPREHENSIVE TERM SHEET (2.6).
COCHRAN EL	05/12/06	2.90	REVISE GM TERM SHEET (1.8); TELECONFERENCE WITH B. DELLINGER, J. BERTRAND, D. BURGER, A. PASRICHA ON TERM SHEETS (1.1).
COCHRAN EL	05/14/06	1.60	REVIEW DRAFT GM TERM SHEET AND RELATED MATERIAL (1.6).

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COCHRAN EL	05/15/06	1.70	REVIEW GM TERM SHEET ISSUES IN ANTICIPATION OF TELECONFERENCE WITH CLIENT (1.7).
COCHRAN EL	05/16/06	3.90	REVIEW GM TERM SHEET ISSUES (1.8); PARTICIPATED IN TELECONFERENCE WITH A. PASRICHA, S. CORCORAN, B. DELLINGER, J. BERTRAND, D. RESNICK, B. SHAW (2.1).
COCHRAN EL	05/17/06	5.20	TELECONFERENCE WITH D. BUGNER, S. CORCORAN RE: TERM SHEETS FOR REVENUE AND WINDOM PLAN (1.8); REVISED TERM SHEETS (3.4).
COCHRAN EL	05/18/06	3.30	TELECONFERENCE ON GM TERM SHEET WITH S. CORCORAN, A. PASRICHA (1.7); REVIEW TERM SHEET ISSUES (1.6).
COCHRAN EL	05/19/06	3.70	TELECONFERENCES ON GM TERM SHEET WITH S. CORCORAN, A. PASRICHA (3.7).
COCHRAN EL	05/21/06	4.10	TELECONFERENCE ON TERM SHEET WITH S. CORCORAN, D. BUGNER, A. PASRICHA, B. SHAW, D. RESNICK (2.3); REVISED TERM SHEET (1.8).
COCHRAN EL	05/22/06	2.10	REVISED TERM SHEET (2.1).
COCHRAN EL	05/23/06	3.70	REVISED TERM SHEET (1.9); TELECONFERENCE WITH B. DELLINGER, A. PASRICHA, J. BERTRAND, S. CORCORAN (1.8).
COCHRAN EL	05/24/06	3.50	WORKED ON REVISED TERM SHEET (3.5).
		44.10	
HOGAN III AL	05/02/06	4.70	ANALYZE MATERIALS CONCERNING EXECUTORY (GM CONTRACTS MOTION, AND ANCILLARY DECLARATIONS IN SUPPORT OF SAME (4.2).
HOGAN III AL	05/03/06	3.00	CONTINUE REVIEW OF EXECUTORY CONTRACTS MOTION AND SUPPORTING PAPERS (3.0).
HOGAN III AL	05/04/06	6.80	CONTINUE REVIEW OF GM CONTRACTS MOTION BACKGROUND MATERIALS AND ANALYSIS (5.3); DISCUSS STATUS OF GM DISCOVERY PROCESS WITH D. SHIVAKUMAR AND N. STUART, AND PARTICIPATE IN MEET AND CONFER CONFERENCE RE: SAME (1.2), DIRECT LEGAL RESEARCH CONCERNING SAME (0.3).
HOGAN III AL	05/05/06	5.90	CONTINUED ANALYSIS OF GM DISCOVERY ISSUES, AND MEET AND CONFER PROCESS WITH RESPECT TO SAME (1.2); CONTINUE AND ANALYSIS OF LOSS CONTRACTS SUPPORTING INFORMATION, AND COMPILE POTENTIAL ISSUES / QUESTIONS WITH RESPECT TO SAME (4.7).

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HOGAN III AL	05/08/06	6.60	ANALYZE DETAILS OF LOSS CONTRACTS MOTION, AND UNDERLYING FTI ANALYSIS, AND CONSIDER POTENTIAL ISSUES WITH RESPECT TO OBJECTIONS TO SAME (6.6).
HOGAN III AL	05/09/06	5.70	CONTINUED ANALYSIS OF LOSS CONTRACTS MOTION, AND ANALYSIS OF POTENTIAL ISSUES WITH RESPECT TO OBJECTIONS AND CHALLENGES TO SAME (5.7).
HOGAN III AL	05/10/06	8.20	PREPARE FOR AND ATTEND CONFERENCE WITH TEAM FROM FTI CONCERNING PHASE I AND PHASE II LOSS CONTRACT ANALYSIS (2.5); CONTINUE REVIEW AND ANALYSIS OF LOSS CONTRACT ANALYSIS, AND PREPARATION FOR DEPOSITIONS CONCERNING GM OBJECTION TO SAME (4.5); DISCUSS GM POSITIONS ON DOCUMENT DISCOVERY ISSUES WITH D. SHIVAKUMAR (1.2).
HOGAN III AL	05/11/06	9.90	PREPARE FOR AND CONDUCT CONFERENCE WITH J. SHEEHAN RE: GM CONTRACTS MOTION (3.2); CONTINUE REVIEW OF FTI LOSS CONTRACTS ANALYSIS AND SUPPORTING DOCUMENTATION IN CONNECTION WITH LOSS CONTRACTS ANALYSIS (4.5); TELEPHONE CONFERENCES WITH COUNSEL FOR GM IN CONNECTION WITH DISCOVER ISSUES, AND DISCUSS STRATEGY CONCERNING SAME WITH D. SHIVAKUMAR (2.2).
HOGAN III AL	05/12/06	6.40	ANALYZE GM DISCOVERY ISSUES, AND PREPARE FOR AND PARTICIPATE IN MEET AND CONFER CONFERENCE WITH RESPECT TO SAME (1.8); CONTINUE ANALYSIS OF CONTESTED HEARING PRESENTATION, AND PREPARATION FOR DEPOSITIONS IN CONNECTION WITH SAME (4.6).
HOGAN III AL	05/14/06	6.30	REVIEW DEPOSITION PREPARATION BINDERS IN ANTICIPATION OF GM CONTRACTS MOTION DISCOVERY PERIOD, AND WITNESS PREPARATION IN CONNECTION WITH SAME (5.5); DISCUSS AND ANALYZE STATUS OF GM'S DOCUMENT PRODUCTION AND NEED FOR RECORD CONCERNING LACK OF SUBSTANTIVE MATERIAL PRODUCED BY GM TO DATE (0.8).
HOGAN III AL	05/15/06	9.50	CONTINUE REVIEW OF WITNESS PREPARATION MATERIALS FOR J. SHEEHAN AND R. EISENBERG DEPOSITIONS (5.5); WITNESS PREPARATION SESSION WITH J. SHEEHAN, AND FOLLOW-UP SESSIONS RE: REJECTION MOTION LITIGATION POSITIONS (4.0).

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HOGAN III AL	05/16/06	10.20	CONFERENCE WITH GM REJECTION MOTION WITNESSES IN PREPARATION FOR DEPOSITION (7.5); TELECONFERENCE WITH S. CORCORAN RE: GM REJECTION SCHEDULING ISSUE, AND FOLLOW-UP CONFERENCES RE: SAME (1.2); CONTINUE ANALYSIS OF GM REJECTING TRIAL ISSUES (1.5).
HOGAN III AL	05/19/06	1.80	REVIEW MATERIALS CONCERNING DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIPS AND RELATED MATTERS (1.8).
HOGAN III AL	05/21/06	4.30	REVIEW MATERIALS IN CONNECTION WITH DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (4.3).
HOGAN III AL	05/22/06	5.40	CONFERENCE WITH D. SHERBIN AND D. PAPELIAN CONCERNING SCOPE AND APPROACH TO DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIPS AND RELATED MATTERS (1.0); CONTINUED REVIEW OF MATERIALS IN CONNECTION WITH SAME, AND PLANNING FOR PROJECT STAFFING AND EXECUTION (2.1); REVIEW AND DISCUSS STATUS OF GM REJECTION MOTION DISCOVERY ISSUES AND RELATED TRIAL PREPARATION MATTERS (0.7); REVIEW AND ANALYZE DRAFT TRIAL PRESENTATION MATERIALS AND PLAN FOR ADDITIONAL INFORMATION REQUIRED IN SAME (1.6).
HOGAN III AL	05/23/06	3.50	CONFERENCES WITH D. SHIVAKUMAR AND N. STUART CONCERNING STATUS OF GM REJECTION HEARING PREPARATION, AND REVIEW OF POWERPOINT DOCUMENT IN CONNECTION WITH SAME (1.2); CONTINUED REVIEW OF MATERIALS CONCERNING GM LEGACY ISSUES AND RELATED MATTERS (2.3).
HOGAN III AL	05/24/06	2.20	CONTINUED REVIEW OF MATERIALS RELATED GO GM LEGACY ISSUES AND RELATED MATTERS, AND PLAN FOR FACTUAL AND LEGAL ANALYSIS IN CONNECTION WITH SAME (2.2).
HOGAN III AL	05/25/06	3.60	CONTINUED REVIEW AND ANALYSIS OF DOCUMENTS RELATED TO GM CONTRACT REJECTION MOTION IN PREPARATION FOR UPCOMING DEPOSITIONS (3.6).
HOGAN III AL	05/26/06	4.20	MULTIPLE TELECONFERENCES RE: DEPOSITION PLANNING AND PROCEDURE ISSUES (0.4); CONTINUED REVIEW AND ANALYSIS OF CONTRACT REJECTION MOTION AND RELATED DOCUMENTS FOR TO PREPARE FOR DEPOSITION SESSIONS (3.8).

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HOGAN III AL	05/29/06	5.50	CONTINUE REVIEW OF MATERIALS IN PREPARATION FOR DEPOSITIONS OF DELPHI WITNESSES IN CONNECTION WITH GM CONTRACT REJECTION MOTION (5.5).
HOGAN III AL	05/30/06	13.10	CONFERENCE WITH PROJECT TEAM RE: LEGAL ANALYSIS IN CONNECTION WITH GM LEGACY ISSUES AND RELATED MATTERS (0.6); CONTINUE PREPARATION FOR DEPOSITIONS SESSIONS (2.2); CONFERENCE WITH J. OPIE IN PREPARATION FOR DEPOSITION (3.0); DEFEND OPIE DEPOSITION, AND POST-DEPOSITION ANALYSIS (7.3).
HOGAN III AL	05/31/06	11.80	PREPARE FOR AND DEFEND R. EISENBERG DEPOSITION IN CONNECTION WITH GM LOSS CONTRACT MOTION (11.8).
		138.60	
MARAFIOTI KA	05/01/06	0.90	TELECONFERENCE WITH CHAMBERS RE: GM (0.5); TELECONFERENCE FROM J. TANENBAUM RE: GM DISCOVERY (0.2); CONFERENCE WITH AND CORRESPONDENCE TO S. CORCORAN RE: SETOFF ISSUES (0.2).
MARAFIOTI KA	05/03/06	0.10	REPORT RE: GM MEET-AND-CONFER (0.1).
MARAFIOTI KA	05/08/06	0.20	REVIEWED LETTER TO COURT RE: DISCOVERY ISSUES ON REJECTION MOTION (0.2).
MARAFIOTI KA	05/11/06	0.30	UPDATE RE: GM DISCOVERY ISSUES (0.3).
MARAFIOTI KA	05/15/06	2.90	ANALYZE GM DISCOVERY ISSUES (0.5); ANALYZE GM SETOFF CLAIMS (2.2); UPDATE RE: STATUS OF GM DISCUSSIONS (0.2).
MARAFIOTI KA	05/16/06	2.40	REVIEW DRAFT CORRESPONDENCE TO COURT IN RESPONSE TO GM LETTER (0.2); CORRESPONDENCE RE: GM DISCOVERY (0.3); REVIEW GM TERM SHEET AND ROTHSCHILD ANALYSIS OF SAME (0.9); CONFERENCE CALL WITH ROTHSCHILD, DELLINGER, SALRIN, PASRICHA, CORCORAN RE: ERM SHEET (1.0).
MARAFIOTI KA	05/17/06	1.40	CORRESPONDENCE RE: GM TERM SHEET (0.2); WORK ON RESPONSE TO SETOFF DEMAND AND REVIEW RELATED DOCUMENTS (1.0); REVIEWED CORRESPONDENCE RE: CHAMBERS CONFERENCE (0.2).
MARAFIOTI KA	05/18/06	0.60	REVIEW GM TERM SHEET (0.4); ANALYZE SETOFF ISSUES (0.2).
MARAFIOTI KA	05/19/06	4.80	TELECONFERENCE WITH COMPANY, ROTHSCHILD RE: GM ERM SHEET (1.5); AND CORRESPONDENCE RE: SAME (0.2); ANALYZE PENSION ISSUES IN TERM SHEET WITH COMPANY, HASSEL (1.7); FOLLOW UP REVIEW OF TERM SHEET (1.4).

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MARAFIOTI KA	05/21/06	2.30	TELECONFERENCE WITH S. CORCORAN, D. BURGNER, D. RESNICK, B. SHAW RE: GM TERM SHEET (2.1) AND FOLLOW UP CONFERENCES RE: SAME (0.2).
MARAFIOTI KA	05/22/06	0.10	GM CORRESPONDENCE (0.1).
MARAFIOTI KA	05/23/06	3.30	TELECONFERENCE WITH COMPANY RE: GM (3.0); FOLLOW UP CONFERENCE WITH S. CORCORAN (0.3).
MARAFIOTI KA	05/25/06	0.20	UPDATE ON STATUS OF GM NEGOTIATIONS (0.2).
MARAFIOTI KA	05/30/06	0.20	RESEARCH WARRANTY ISSUES (0.2).
		19.70	
PANAGAKIS GN	05/19/06	2.80	WORK ON DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (2.8).
PANAGAKIS GN	05/21/06	1.90	REVIEW DOCUMENTS RE: DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (1.9).
PANAGAKIS GN	05/22/06	5.30	PARTICIPATE AT MEETINGS IN TROY WITH LEGAL TEAM RE: DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (2.3); REVIEW DOCUMENTS RE: SAME (3.0).
PANAGAKIS GN	05/23/06	1.60	DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (1.6).
PANAGAKIS GN	05/24/06	1.10	DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (1.1).
PANAGAKIS GN	05/25/06	3.60	DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (3.6).
PANAGAKIS GN	05/26/06	1.00	DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (1.0).
PANAGAKIS GN	05/30/06	2.70	DUE DILIGENCE RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS, INCLUDING IDENTIFICATION OF RESEARCH ISSUES RE: SAME (1.8) AND MEET WITH DUE DILIGENCE TEAM RE: SAME (0.9).
PANAGAKIS GN	05/31/06	1.80	DUE DILIGENCE RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS, INCLUDING IDENTIFICATION OF RESEARCH ISSUES RE: SAME (1.5) AND TELECONFERENCE WITH DILIGENCE TEAM RE: SAME (0.3).
		21.80	

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SPRINGER DE	05/01/06	1.00	PREPARATION FOR AND CONDUCT CONFERENCE CALL WITH THE COURT RE: GM DISCOVERY ISSUES (0.6); TELECONFERENCE RE: STATUS OF REPLY DECLARATIONS (0.4).
SPRINGER DE	05/04/06	1.50	CONFERENCES WITH D. SHIVAKUMAR AND A. HOGAN RE: LOSS CONTRACTS MOTION (1.0); REVIEW CORRESPONDENCE RE: GM LOSS CONTRACT ISSUES (0.5).
SPRINGER DE	05/05/06	1.20	REVIEW CORRESPONDENCE TO AND FROM GM RE: LOSS CONTRACTS MOTIONS (1.2).

3.70

Total Partner

265.70

GARNER LP	05/30/06	6.70	RESEARCH RE: GM LEGACY RELATIONSHIP (6.7).
GARNER LP	05/31/06	6.10	RESEARCH RE: GM LEGACY RELATIONSHIP (6.1).
		12.80	

MATZ TJ	05/03/06	0.30	REVIEW AND COMMENT ON PROPOSED GM SCHEDULING ORDER IN LOSS CONTRACT REJECTION MOTION (0.3).
MATZ TJ	05/08/06	0.70	REVIEW RESPONSE RE: GM REQUEST FOR SCHEDULING CONFERENCE RE: GM LOSS CONTRACTS MOTION NO. 1 (0.3); FORWARD SAME TO CHAMBERS (0.1); TELECONFERENCE WITH CHAMBERS RE: SAME (0.1); REVISING GM LOSS CONTRACTS MOTION SCHEDULING ORDER (0.2).
MATZ TJ	05/11/06	0.70	CONTINUING WORK ON GM LOSS CONTRACT MOTION PREPARATION (0.3); WORK ON POSSIBLE CHAMBERS CONFERENCE DISCOVERY MATTERS (0.4).
MATZ TJ	05/14/06	0.60	FOLLOW UP RE: GM PROTECTIVE ORDER, DISCOVERY MATTERS AND TIMETABLE (0.6).
MATZ TJ	05/15/06	2.10	FOLLOW UP RE: GM LOSS CONTRACTS LITIGATION CALENDAR (0.3); FOLLOW UP RE: VARIOUS DISCOVERY ISSUES RE: CONFIDENTIALITY (0.5); FOLLOW UP RE: SCHEDULING ORDER (0.3); CORRESPONDENCE WITH T. SEKERIDES RE: MEET AND CONFER (0.2); FOLLOW UP WORK RE: SAME (0.2); REVIEWING DISCOVERY DISPUTE AND POSSIBLE RESOLUTION (0.6).

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MATZ TJ	05/16/06	3.20	TELECONFERENCE FROM CHAMBERS WITH T. SEKERIDES RE; GM SCHEDULING MATTERS AND DISCOVERY ISSUES (0.3); FOLLOW UP WORK AND REVIEW RE: SAME (0.4); ANALYSIS RE: PROPOSED RESPONSE TO GM SCHEDULING REQUEST (0.3); REVIEWING RESPONSE TO CHAMBERS RE: GM DISCOVERY (HIGHLY CONFIDENTIAL/CONFIDENTIAL) DISPUTE (0.8); FORWARDING SAME TO CHAMBERS AND WEIL GOTSHAL (0.2); TELECONFERENCES WITH CHAMBERS RE: POSSIBLE GM HEARING DATES (0.4) CONSIDER POSSIBLE GM HEARING DATES WITH RESPECT TO GENERAL CASE CALENDAR (0.1); CONTINUING REVIEW AND ANALYSIS OF PRODUCTION AND DISCOVERY RE: GM LOSS CONTRACT REJECTION MOTION (0.7).
MATZ TJ	05/17/06	3.80	REVIEWING AND COMMENTING ON D. SHIVAKUMAR PRO HAC VICE MOTION AND ORDER (0.4); REVIEWING AND FORWARDING TO CHAMBERS LETTER RE: GM LOSS CONTRACT REJECTION MOTION SCHEDULING AND OMNIBUS SCHEDULING (0.5); REVIEW CORRESPONDENCE FROM CHAMBERS RE: CHAMBERS CONFERENCE RE: GM DISCOVERY (0.1); CONTINUING ANALYSIS RE: SAME (0.3); TELECONFERENCE WITH CHAMBERS RE: SCHEDULING CHAMBERS CONFERENCE (0.4); PARTICIPATING IN SAME WITH M. GRAY OF WEIL GOTSHAL (0.6); CONTINUING ANALYSIS RE: SAME (0.6); CONTINUING PREPARATION OF GM LOSS CONTRACT MOTION DISCOVERY (0.6); CONTINUING REVISIONS TO SCHEDULING ORDER (0.3).
MATZ TJ	05/18/06	0.90	CONTINUING REVIEW AND REVISIONS ON GM SCHEDULING ORDER (0.2); CONTINUING REVIEW ON DISCOVERY AND DEPOSITION SCHEDULE (0.3); MESSAGE TO CHAMBERS RE: PROPOSED ORDER (0.2); REVIEWING UNSECURED CREDITORS COMMITTEE LETTER RE: GM INVESTIGATION (0.2).
MATZ TJ	05/25/06	0.60	COORDINATING DATES RE: PRODUCTION AND DISCOVERY, JOINT EXHIBITS RE: GM LOSS CONTRACTS MOTION (0.6).
		12.90	
SHIVAKUMAR D	05/01/06	3.90	SECOND REVIEW OF DOCUMENT PRODUCTION TO GM (1.4); TELECONFERENCES WITH THE COURT RE: APPALOOSA PARTICIPATION AND GM DISCOVERY LETTERS AND PREPARATIONS FOR SAME (2.5).
SHIVAKUMAR D	05/02/06	2.40	DRAFT LETTER TO GM'S COUNSEL RE: DISCOVERY ISSUES (1.1); SECOND REVIEW OF DOCUMENT PRODUCTION TO GM (1.3).

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SHIVAKUMAR D	05/03/06	2.90	MEET & CONFER CONFERENCE CALL WITH COUNSEL FOR GM TO ADDRESS OUTSTANDING DISCOVERY ISSUES AND PREPARATION FOR SAME (1.6); STRATEGY MEETING TO ADDRESS OUTSTANDING GM DISCOVERY REQUESTS (1.0); ANALYZE SPS OBJECTION (0.3).
SHIVAKUMAR D	05/04/06	4.60	REVIEW BOARD MINUTES IN RESPONSE TO DISCOVERY REQUESTS (1.4); CONFERENCE CALLS WITH COUNSEL FOR GM RE: DISCOVERY ISSUES (0.3); DRAFT LETTER TO COUNSEL FRO GM RE: MEET AND CONFER DISCOVERY UNDERSTANDINGS (1.1); SECOND REVIEW OF PRIVILEGED DOCUMENTS (1.8).
SHIVAKUMAR D	05/05/06	11.40	DRAFT LETTER TO COUNSEL TO GM RE: MEET AND CONFER UNDERSTANDINGS (1.6); MEETINGS WITH DISCOVERY TEAM RE: ACTION PLANS TO RESPOND TO ADDITIONAL GM REQUESTS (1.7); STRATEGY DISCUSSIONS RE: GM'S DELAY TACTICS (0.4); REDACTION OF BOARD MINUTES AND CONFERENCE CALLS WITH WORKING GROUP RE: SAME (1.1); REVIEW OF PRIOR NONDISCLOSURE AGREEMENT WITH GM IN RESPONSE TO GM REQUESTS (1.1); REVIEW OF FORM 1804S IN RESPONSE TO GM REQUESTS AND DISCUSSIONS WITH COMPANY PERSONNEL RE: SAME (1.2); DRAFT AND FINALIZE SECOND REQUEST TO GM FOR PRODUCTION OF DOCUMENTS (4.3).
SHIVAKUMAR D	05/06/06	6.60	RESEARCH ON PRIVILEGE CASE LAW IN RESPONSE TO GM FOLLOW-UP DOCUMENT REQUESTS AND TEAM DISCUSSIONS RE: SAME (3.7); REVIEW OF E-MAILS BETWEEN SKADDEN AND FTI IN RESPONSE TO FOLLOW-UP GM DOCUMENT REQUESTS (2.3); COORDINATE DEPOSITION SCHEDULING (0.6).
SHIVAKUMAR D	05/07/06	6.70	DRAFT LETTER TO COURT IN RESPONSE TO GM REQUEST FOR CHAMBERS CONFERENCE RE: PRIVILEGE ISSUES AND RELATED LEGAL RESEARCH (4.3); REVIEW OF KEY DOCUMENTS IN PREPARATION FOR DEPOSITIONS (2.4).
SHIVAKUMAR D	05/08/06	7.70	DRAFT SCHEDULING ORDER IN LIGHT OF J. DRAIN'S MAY 1 RULINGS AND CIRCULATE TO GM'S COUNSEL FOR REVIEW/COMMENT (2.1); FINALIZE LETTER TO COURT RE: GM'S REQUEST FOR PRIVILEGED E-MAILS FROM SKADDEN TO FTI (2.6); REVIEW OF UPDATED FINANCIAL INFORMATION IN PREPARATION FOR DEPOSITIONS (3.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	05/09/06	9.60	ANALYSIS OF AGREEMENTS PRODUCED BY GM (1.7); REVIEW DISCOVERY-RELATED LETTER FROM GM'S COUNSEL AND TEAM CONFERENCE CALLS TO DISCUSS RESPONSE TO SAME (1.0); REVIEW OF KEY DOCUMENTS IN ANTICIPATION OF DEPOSITIONS (4.4); COORDINATE DEPOSITION SCHEDULING IN LIGHT OF LABOR HEARING SCHEDULE (1.1); COORDINATE DOCUMENT REVIEW TEAM EFFORTS IN RESPONSE TO FOLLOW-UP GM REQUESTS (1.4).
SHIVAKUMAR D	05/10/06	8.30	REVIEW OF ADDITIONAL BOARD MINUTES IN RESPONSE TO FOLLOW-UP GM REQUESTS (0.5); MEETING WITH FTI TO PREPARE FOR DEPOSITIONS AND ANALYSIS OF FTI WORK PAPERS IN PREPARATION FOR SAME (2.5); ANALYSIS OF GM LETTER RE: CONFIDENTIALITY DESIGNATIONS AND TEAM DISCUSSIONS RE: SAME (1.3); ANALYSIS OF GM LETTER TO COURT RE: PRIVILEGE ISSUES AND PREPARATION FOR CHAMBERS CONFERENCE RE: SAME (1.5); REVIEW OF KEY DOCUMENTS IN ANTICIPATION OF DEPOSITIONS (2.5).
SHIVAKUMAR D	05/11/06	9.80	TELECONFERENCE WITH COURT TO ADDRESS DISCOVERY DISPUTES (0.4); RESEARCH RE: PRIVILEGE ISSUES RE: EXPERTS (1.1); COORDINATE RESPONSES TO GM INFORMATION REQUESTS IN LIGHT OF COURT GUIDANCE ON PRIVILEGE ISSUES (2.3); MEETING WITH J. SHEEHAN TO DISCUSS GM REJECTION MOTION ISSUES AND REVIEW OF DOCUMENTS IN PREPARATION FOR SAME (3.3); MEET AND CONFER CONFERENCE CALL WITH GM COUNSEL RE: OUTSTANDING DISCOVERY ISSUES AND PREPARATION FOR SAME (1.3); DRAFT LETTER TO GM COUNSEL SUMMARIZING STATUS OF ALL OUTSTANDING DISCOVERY ISSUES IN LIGHT OF MEET AND CONFER AGREEMENTS (1.4).
SHIVAKUMAR D	05/12/06	4.90	TELECONFERENCE WITH GM COUNSEL TO ADDRESS CONFIDENTIALITY DESIGNATIONS AND REVIEW OF DOCUMENTS IN PREPARATION FOR SAME (2.2); COORDINATE DEPOSITION SCHEDULING ISSUES (0.8); TELECONFERENCES WITH WORKING GROUP TO ANALYZE ADDITIONAL DOCUMENT GATHERING AND REVIEW TASKS IN LIGHT OF MAY 11 MEET AND CONFER UNDERSTANDINGS (1.5); COMMUNICATIONS WITH GM COUNSEL RE: OPEN DISCOVERY SCHEDULING ISSUES (0.4).
SHIVAKUMAR D	05/13/06	8.20	RE-REVIEW OF REDACTED DOCUMENTS IN RESPONSE TO GM FOLLOW-UP REQUESTS (4.5); REVIEW OF KEY DOCUMENTS IN PREPARATION FOR DEPOSITIONS (3.7).

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SHIVAKUMAR D	05/14/06	9.30	SECOND REVIEW OF ADDITIONAL DOCUMENT PRODUCTION IN RESPONSE TO GM FOLLOW-UP REQUESTS (3.5); ANALYSIS OF KEY DOCUMENT BINDERS IN PREPARATION FOR DEPOSITIONS (4.3); COORDINATE DEPOSITION SCHEDULING AND CIRCULATE LITIGATION CALENDAR TO TEAM ACCORDINGLY (1.5).
SHIVAKUMAR D	05/15/06	9.40	MEETINGS TO PREPARE FOR DEPOSITIONS AND ANALYSIS OF KEY DOCUMENTS IN CONNECTION WITH SAME (6.3); CONFERENCE CALL WITH GM COUNSEL TO ADDRESS OUTSTANDING DISCOVERY ISSUES (0.5); COORDINATE COMPLETION OF RESPONSES TO FOLLOW-UP GM DOCUMENT REQUESTS (2.6).
SHIVAKUMAR D	05/16/06	11.60	DRAFT RESPONSE TO GM REQUEST FOR FURTHER DELAY OF DISCOVERY AND HEARING SCHEDULE (1.3); COORDINATE DEPOSITION RESCHEDULING UNDERSTANDINGS IN LIGHT OF COMMUNICATIONS BETWEEN SENIOR COUNSEL FOR DELPHI AND GM ON NEW SCHEDULE (1.0); MEETINGS TO PREPARE FOR UPCOMING DEPOSITIONS AND ANALYSIS OF KEY DOCUMENTS IN CONNECTION WITH SAME (9.3).
SHIVAKUMAR D	05/17/06	6.70	ANALYZE DOCUMENTS PRODUCED BY GM (1.3); REVIEW LETTER TO CHAMBERS RE: NEW REJECTION MOTION HEARING AND DISCOVERY SCHEDULE (0.3); COMMUNICATIONS WITH WORKING GROUP EFFORTS TO RECONCILE CONTRACTS IDENTIFIED IN APPENDIX A TO THE REJECTION MOTION (0.5); FINALIZE LETTER TO J. DRAIN RE: DESIGNATION OF CERTAIN DOCUMENTS AS "HIGHLY CONFIDENTIAL" (0.7); CHAMBERS CONFERENCE WITH J. DRAIN RE: THE DESIGNATION OF CERTAIN DOCUMENTS AS "HIGHLY CONFIDENTIAL" AND PREPARATION FOR SAME (1.0); COMMUNICATIONS WITH WORKING GROUP SUMMARIZING CHAMBERS CONFERENCE RE: DESIGNATION OF CERTAIN DOCUMENTS AS "HIGHLY CONFIDENTIAL" (1.2); DRAFT SCHEDULING AND PRETRIAL ORDER IN LIGHT OF COURT APPROVAL OF PROPOSED RESCHEDULING OF REJECTION MOTION HEARING DATES (1.2); STRATEGY MEETING WITH DISCOVERY TEAM RE: NEXT STEPS (0.5).

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SHIVAKUMAR D	05/18/06	6.60	COMMUNICATIONS WITH WORKING GROUP AND COUNSEL FOR GM TO RESCHEDULE DEPOSITIONS (1.2); FINALIZE AND CIRCULATE PROPOSED SCHEDULING AND PRETRIAL ORDER AND STRATEGY DISCUSSIONS WITH WORKING GROUP RE: DRAFTING OF SAME (1.9); REVIEW AND ANALYSIS OF TRANSCRIPTS OF 1113 MOTION HEARINGS WITH RESPECT TO FINANCIAL ISSUES PERTINENT TO THE REJECTION MOTION (3.5).
SHIVAKUMAR D	05/19/06	5.00	REVIEW AND ASSESS WITH WORKING GROUP APPROPRIATE NEXT STEPS AND POTENTIAL RESPONSES TO MAY 19 LETTER FROM COUNSEL TO GM LISTING OUTSTANDING DISCOVERY ISSUES (1.3); REVIEW OF UNREDACTED DOCUMENTS PRODUCED TO GM IN RESPONSE TO GM FOLLOW-UP DOCUMENT REQUESTS (1.5); REVIEW OF KEY BOARD MATERIALS IN PREPARATION FOR WITNESS PREP SESSIONS (1.8); COMMUNICATIONS WITH COUNSEL TO APPALOOSA RE: PROTECTIVE ORDER (0.4).
SHIVAKUMAR D	05/21/06	3.20	REVIEW UPDATED FINANCIAL DATA AND RELATED TESTIMONY IN THE LABOR HEARINGS IN PREPARATION FOR WITNESS DEPOSITIONS (3.2).
SHIVAKUMAR D	05/22/06	9.90	DISCOVERY TEAM MEETING TO REVIEW NEXT STEPS IN RESPONSE TO OUTSTANDING GM DISCOVERY ISSUES (0.8); DRAFT LETTER TO COUNSEL TO GM RE: RESOLUTION OF OUTSTANDING DISCOVERY REQUESTS (1.3); SCHEDULE DEPOSITIONS AND RELATED MEETINGS TO PREPARE FOR DEPOSITIONS (1.0); GATHER AND REVIEW KEY DOCUMENTS IN ADVANCE OF MEETINGS WITH M. BIERLEIN AND S. DANIELS TO PREPARE FOR DEPOSITIONS (5.3); REVIEW AND REDACT DRAFT BOARD MINUTES IN RESPONSE TO GM FOLLOW-UP REQUESTS (1.5).
SHIVAKUMAR D	05/23/06	8.60	MEETINGS WITH S. DANIELS AND M. BIERLEIN IN ADVANCE OF DEPOSITIONS (5.5); REVIEW OF KEY DOCUMENTS RELATING TO S. DANIELS AND M. BIERLEIN (3.1).
SHIVAKUMAR D	05/24/06	9.50	FINALIZE RESPONSES TO OUTSTANDING GM DISCOVERY REQUESTS (3.4); REVIEW OF KEY DOCUMENTS IN ANTICIPATION OF DEPOSITIONS (3.8); DRAFT PRETRIAL AND SCHEDULING ORDER IN ADVANCE OF MEET AND CONFER (2.3).
SHIVAKUMAR D	05/25/06	9.60	PREPARATION FOR DEPOSITIONS (7.8); CONFERENCE CALL WITH COUNSEL TO GM TO RESOLVE ALL REMAINING DOCUMENT DISCOVERY ISSUES (0.6); FINALIZE AND CIRCULATE TO COUNSEL FOR GM PROPOSED PRETRIAL/SCHEDULING ORDER (1.2).

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SHIVAKUMAR D	05/27/06	2.00	REVIEW BOARD DOCUMENTS IN ANTICIPATION OF MEETING WITH J. OPIE (1.2); COORDINATE LOGISTICS FOR DEPOSITIONS IN THE COMING WEEK (0.8).
SHIVAKUMAR D	05/29/06	4.70	REVIEW BINDERS OF KEY DOCUMENTS AND WITNESS OUTLINES IN PREPARATION FOR DEPOSITIONS (4.7).
SHIVAKUMAR D	05/30/06	11.80	MEETING WITH J. OPIE IN ADVANCE OF MR. OPIE'S DEPOSITION (4.1); MEETING WITH FTI TEAM TO PREPARE FOR R. EISENBERG DEPOSITION (3.6); ATTEND DEPOSITION OF J. OPIE (4.1).
SHIVAKUMAR D	05/31/06	10.30	DEPOSITION OF R. EISENBERG (9.3); STRATEGY DISCUSSIONS RE: PREPARATION FOR REJECTION MOTION HEARING (1.0).
		205.20	
Total Counsel		230.90	
CAMPANARIO ND	05/31/06	2.60	REVIEW OCTOBER 8, 2005, GM FORM 8-K AND GM CONTRACT REJECTION MOTION NO. 1 (2.6).
		2.60	
DIAZ LB	05/04/06	4.70	REVIEWED DOCUMENTS RE: GM DISCOVERY REQUEST (4.7).
DIAZ LB	05/05/06	9.10	RESEARCHED AND DRAFTS MEMO RE: PRIVILEGE WAIVERS (8.4); REVIEWED DOCUMENTS RE: GM DISCOVERY REQUEST (0.7).
DIAZ LB	05/08/06	5.10	STRATEGY MEETING RE: GM CONTRACT LOSS (1.6); REVIEW DOCUMENTS RE: GM DISCOVERY REQUEST (3.5).
DIAZ LB	05/09/06	11.10	REVIEWED DOCUMENTS RE: GM CONTRACTS (11.1).
DIAZ LB	05/11/06	6.60	CONTINUED TO REVIEW DOCUMENTS RE: GM CONTRACTS (6.6).
DIAZ LB	05/12/06	6.60	REVIEWED DOCUMENTS RE: GM CONTRACTS (6.6).
DIAZ LB	05/15/06	0.70	REVIEWED DOCUMENTS RE: GM CONTRACTS (0.7).
		43.90	
FERN BM	05/15/06	1.90	REVIEWED DOCUMENTS RE: GM FINANCE ISSUES (1.4); FORMULATE STRATEGY RE: PREPPING OF FINANCE WITNESSES (0.5).
		1.90	
GUZZARDO J	05/01/06	10.30	DOCUMENT REVIEW FOR PURPOSES OF CREATING DESCRIPTION INDEX AND PRIVILEGE LOGS (10.3).

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GUZZARDO J	05/02/06	1.50	DOCUMENT REVIEW AND DISCOVERY COORDINATION (1.5).
GUZZARDO J	05/03/06	7.20	DOCUMENT REVIEW, INDEXING, AND PRODUCTION COORDINATION (7.2).
GUZZARDO J	05/04/06	2.00	DOCUMENT REVIEW AND PRODUCTION COORDINATION (2.0).
GUZZARDO J	05/07/06	4.50	LEGAL RESEARCH RE: EXPERTS AND ASSERTION OF PRIVILEGE (4.5).
GUZZARDO J	05/08/06	9.50	DOCUMENT REVIEW AND PREPARED DEPOSITION PREPARATION BINDERS (9.5).
GUZZARDO J	05/09/06	4.30	DOCUMENT REVIEW AND PREPARATION OF DEPOSITION PREPARATION BINDERS (4.3).
GUZZARDO J	05/10/06	10.20	DOCUMENT REVIEW AND PREPARATION OF DEPOSITION PREPARATION BINDERS (10.2).
GUZZARDO J	05/11/06	13.30	DOCUMENT REVIEW AND PREPARATION OF DEPOSITION PREPARATION BINDERS (13.3).
GUZZARDO J	05/12/06	8.60	DOCUMENT REVIEW AND DEPOSITION BINDER PREPARATION (5.6); LEGAL RESEARCH RE: CONFIDENTIALITY AGREEMENTS (3.0).
GUZZARDO J	05/14/06	4.80	BINDER PREPARATION AND NOTICE DRAFTING IN PREPARATION FOR GM DEPOSITIONS. (4.8).
GUZZARDO J	05/15/06	9.70	DOCUMENT REVIEW AND PRODUCTION COORDINATION AND DEPOSITION PREPARATION BINDER PREPARATION (9.7).
GUZZARDO J	05/16/06	5.50	DOCUMENT PREPARATION AND COORDINATION FOR DEPOSITIONS (5.5).
GUZZARDO J	05/17/06	1.50	COORDINATION OF NEW SCHEDULE AND DOCUMENT PRODUCTION WITH TEAM (1.5).
GUZZARDO J	05/18/06	7.70	CONTINUED EDITING DEPOSITION PREPARATION BINDER INDEXES; COORDINATED DOCUMENT REVIEW AND PRODUCTION (7.7).
GUZZARDO J	05/19/06	7.80	CONTINUED WITH DEPOSITION PREPARATION MATERIALS AND DOCUMENT PRODUCTION COORDINATION AND REVIEW (7.8).
GUZZARDO J	05/22/06	8.50	DOCUMENT PRODUCTION COORDINATION AND DEPOSITION PREPARATION FOR GM CONTRACT REJECTION MOTION (8.5).
GUZZARDO J	05/23/06	7.10	CONTINUED DOCUMENT REVIEW AND DEPOSITION PREPARATION (7.1).
GUZZARDO J	05/24/06	9.40	DEPOSITION PREPARATION AND DOCUMENT PRODUCTION COORDINATION (9.4).

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GUZZARDO J	05/25/06	6.80	CONTINUED PREPARATION FOR DEPOSITIONS (3.8); SET SCHEDULE AND COORDINATED LOGISTICS FOR DEPOSITION (3.0).
GUZZARDO J	05/26/06	7.50	DEPOSITION OUTLINE DRAFTING AND PREPARATION (7.5).
GUZZARDO J	05/30/06	10.50	DEPOSITION COORDINATION AND WITNESS PREPARATION. (10.5).
GUZZARDO J	05/31/06	14.30	DEPOSITION OF R. EISENBERG AND PREPARATION FOR DEPOSITION WITNESS PREP (14.3).

172.50

HERRIOTT AV	05/02/06	0.70	REVIEW AND REVISE SCHEDULING ORDER SETTING FORTH GM HEARING DATES (0.7).
HERRIOTT AV	05/05/06	0.10	RESPOND TO GM LOSS CONTRACT ISSUE (0.1).
HERRIOTT AV	05/10/06	0.30	FOLLOW UP RE: GM LOSS CONTRACT DOCUMENT PRODUCTION (0.3).
HERRIOTT AV	05/11/06	1.40	REVIEW DOCUMENTS IN CONNECTION WITH GM LOSS CONTRACT DOCUMENT REQUESTS (1.4)..

2.50

KREBS PE	05/30/06	5.60	BEGIN RESEARCH RE: DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (5.6).
KREBS PE	05/31/06	9.70	RESEARCH RE: DUE DILIGENCE PROJECT RE: GM LEGACY RELATIONSHIP AND RELATED MATTERS (9.7).
		15.30	

MEISLER RE	05/03/06	0.30	REVIEW GM DOCUMENT PRODUCTION REQUEST (0.3).
MEISLER RE	05/04/06	0.20	ATTENTION TO GM DOCUMENT PRODUCTION (0.2).
MEISLER RE	05/05/06	0.40	CONTINUED WORKING ON GM LOSS CONTRACTS (0.4).
MEISLER RE	05/10/06	0.40	UPDATE RE: NEGOTIATIONS WITH GM (0.4).
MEISLER RE	05/12/06	0.30	CONTINUED ATTENTION TO GM DOCUMENT PRODUCTION (0.3).
MEISLER RE	05/13/06	0.70	ATTENTION TO PREPARATION FOR HEARING RE: GM LOSS CONTRACTS (0.7).
MEISLER RE	05/17/06	0.70	ATTENTION TO GM LOSS CONTRACTS EFFORTS (0.7).
MEISLER RE	05/19/06	0.40	CONTINUED ATTENTION TO GM LOSS CONTRACTS EFFORTS (0.4).

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MEISLER RE	05/22/06	0.30	ATTENTION TO DISCOVERY REQUEST MATTERS RE: GM LOSS CONTRACTS (0.3).
		3.70	
STUART NL	05/01/06	9.20	CHAMBERS TELECONFERENCE RE: GM DISCOVERY (0.7); REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM DISCOVERY REQUEST (6.4); REVIEW AND REVISE PRIVILEGE LOG (2.1).
STUART NL	05/02/06	10.20	REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO APPALOOSA DOCUMENT REQUEST (2.3); REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM DOCUMENT REQUEST (3.6); REVIEW AND REVISE PRIVILEGE LOG (3.1); REVIEW DISCOVERY CORRESPONDENCE (1.2).
STUART NL	05/03/06	7.70	MEET AND CONFER CONFERENCE WITH GM'S COUNSEL (1.2); CONTINUE TO REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM'S REQUESTS (6.5).
STUART NL	05/04/06	9.60	REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM DOCUMENT REQUEST (6.5); DISCOVERY TELECONFERENCE WITH GM (0.7); REVIEW AND REVISE PRIVILEGE LOG AND TABLE OF CONTENTS PRODUCTION ITEMS (2.4).
STUART NL	05/05/06	10.00	DRAFT AND REVISE DOCUMENT REQUESTS FOR GM (2.4); REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM DOCUMENT REQUEST (7.6).
STUART NL	05/06/06	6.70	REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM'S DISCOVERY REQUEST (1.9); REVIEW CASELAW ON DISCOVERY ISSUES (3.1); BEGIN DRAFTING LETTER IN RESPONSE TO GM'S DISCOVERY ISSUES (1.7).
STUART NL	05/07/06	5.30	RESEARCH RE: EXPERTS AND CONSULTANTS (3.2); CONTINUE DRAFTING LETTER TO CHAMBERS (2.1).
STUART NL	05/08/06	11.90	DRAFT LETTER TO CHAMBERS IN RESPONSE TO GM'S DISCOVERY ISSUES (1.7); REVIEW DOCUMENTS AND PREPARE WITNESS BINDERS IN PREPARATION FOR DEPOSITIONS OF COMPANY'S WITNESSES (10.2).
STUART NL	05/09/06	11.10	CONTINUE TO REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS OF COMPANY'S WITNESSES (11.1).
STUART NL	05/10/06	10.90	CONTINUE TO REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS OF COMPANY'S WITNESSES (10.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	05/11/06	12.80	CONTINUE TO REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS OF COMPANY'S WITNESSES (12.8).
STUART NL	05/12/06	11.60	CONTINUE TO REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS OF COMPANY'S WITNESSES (8.4); REVIEW DOCUMENTS IN RESPONSE TO GM'S DISCOVERY REQUESTS (3.2).
STUART NL	05/13/06	5.80	PREPARE DEPOSITION PREPARATION BINDERS (5.8).
STUART NL	05/14/06	4.70	PREPARE DEPOSITION PREPARATION BINDERS (4.7).
STUART NL	05/15/06	8.80	REVIEW DOCUMENTS IN RESPONSE TO GM DISCOVERY REQUESTS (1.8); PREPARATION OF COMPANY'S 30(B)(6) WITNESS (3.6); DRAFT RESPONSE TO GM DISCOVERY LETTER TO CHAMBERS (1.3); DRAFT RESPONSES TO QUESTIONS OF OUTSIDE DIRECTOR (2.1).
STUART NL	05/16/06	8.10	PREPARATION OF DEBTORS' EXPERT AND FACT WITNESSES (6.9); DRAFT LETTER TO GM RE: SCHEDULING (1.2).
STUART NL	05/17/06	9.00	COORDINATE SUBMISSION OF LETTER TO CHAMBERS ON SCHEDULING (0.7); TELECONFERENCE WITH CHAMBERS ON DISCOVERY ISSUES (0.6); DRAFT MEMO TO FILE ON DISCOVERY TELECONFERENCE (1.3); CONTINUE TO REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS OF COMPANY WITNESSES (4.7); REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM DISCOVERY REQUESTS (1.7).
STUART NL	05/18/06	10.30	DRAFT SCHEDULING ORDER (1.2); REVIEW DOCUMENTS FOR WITNESS PREPARATION BINDERS (3.9); REVIEW CONTRACTS FOR HOME AVE. PORTION OF REJECTION MOTION (5.2).
STUART NL	05/19/06	3.40	REVIEW DOCUMENTS IN PREPARATION FOR DEPS OF COMPANY DEponents (3.4).
STUART NL	05/22/06	11.10	REVIEW AND FINALIZE WITNESS PREPARATION BINDERS FOR COMPANY'S FACT WITNESSES (5.4); REVIEW DOCUMENTS POTENTIALLY RESPONSIVE TO GM'S DISCOVERY REQUESTS (4.2); REVIEW DOCUMENTS PRODUCED BY GM (1.5).
STUART NL	05/23/06	4.20	PREPARATION OF COMPANY'S WITNESSES (4.2).
STUART NL	05/24/06	11.40	PREPARE DEPOSITION OUTLINES (5.4); REVIEW DOCUMENTS PRODUCED BY GM (3.9); PREPARE DOCUMENTS FOR SUPPLEMENTAL PRODUCTION (2.1).

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STUART NL	05/25/06	11.80	MEET AND CONFER WITH COUNSEL TO GM ON DISCOVERY AND SCHEDULING ISSUES (0.7); PREPARE DEPOSITION PREPARATION OUTLINES (6.7); REVIEW DOCUMENTS PRODUCED BY GM (4.4).
STUART NL	05/26/06	12.60	RESEARCH ON EXECUTORY CONTRACTS (2.3); REVIEW AND UPDATE DEPOSITION OUTLINES (6.9); CONTINUE TO REVIEW DOCUMENTS PRODUCED BY GM (3.4).
STUART NL	05/28/06	5.80	REVIEW DOCUMENTS AND PREPARE FOR DEPOSITION OF COMPANY'S EXPERT AND OUTSIDE DIRECTOR (5.8).
STUART NL	05/29/06	4.30	REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITION OF COMPANY'S EXPERT (4.3).
STUART NL	05/30/06	12.70	PREPARE OUTSIDE DIRECTOR FOR DEPOSITION (3.1); PREPARE COMPANY'S EXPERT FOR DEPOSITION (6.5); SCHEDULE UPCOMING DEPOSITIONS (1.2); REVIEW DOCUMENTS PRODUCED BY GM (1.9).
STUART NL	05/31/06	12.40	PREPARE COMPANY'S EXPERT FOR DEPOSITION (1.3); REVIEW DOCUMENTS AND PREPARE DEPOSITION OF COMPANY'S FACT WITNESS (6.7); UPDATE AND SUPPLEMENT DISCOVERY FOR NON-CORE OBJECTORS (2.2); DRAFT PROTECTIVE ORDER FOR EQUITY COMMITTEE (1.8); SCHEDULE UPCOMING DEPOSITIONS (0.4).
		253.40	
TOUSSI S	05/01/06	2.80	ADDRESS GM'S LATEST SETOFF DEMAND (0.7); REVIEW PAST LETTER RESPONSES (0.3); EDIT RESPONSE TO GM (0.8); REVIEW CORRESPONDENCE AND FILINGS RE CONTRACT REJECTION MOTION/DISPUTE (1.0).
TOUSSI S	05/02/06	2.00	ADDRESS GM SETOFF MATTERS (0.7); REVIEW GM CONTRACT REJECTION MOTION FILINGS (0.8); REVIEW GM TERM SHEET RE WIND DOWN AND SALE (0.5).
TOUSSI S	05/08/06	3.30	ADDRESS GM'S LATEST SETOFF DEMAND (0.8); BEGIN REVIEWING PRIOR DRAFTS OF GM TERM SHEET FOR SALE AND WIND DOWN FACILITIES (1.5); REVIEW GM AGREEMENT RE ATTRITION PLAN (1.0).
TOUSSI S	05/09/06	4.00	ADDRESS GM SETOFF MATTERS AND DRAFT RESPONSE (1.0); REVIEW PRESENTATION MATERIALS RE SALE AND WIND DOWN OF DELPHI FACILITIES (2.0); PREPARE FOR MEETINGS WITH CLIENT (1.0).
TOUSSI S	05/10/06	2.50	REVIEW PRIOR TERM SHEETS AND PRESENTATION MATERIALS IN PREPARATION FOR MEETING (2.0); ADDRESS SETOFF MATTERS (0.5).

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TOUSSI S	05/11/06	8.50	MEETING TO DISCUSS GM'S LATEST TERM SHEET FOR SALE AND WINDDOWN (2.5); MEETING TO DISCUSS REVENUE PLAN TERMS SHEET AND FIRST OPPORTUNITY PROCESS AND WORK ON DRAFTING REVISED TERMS SHEETS (5.0); FOLLOW UP CHANGES TO VARIOUS TERMS SHEETS AND DISTRIBUTE SAME (1.0).
TOUSSI S	05/14/06	4.00	REVIEW GM'S PAST TERM SHEETS AND PREPARE COMPARISON CHART OF GM'S CHANGED POSITIONS IN COMPARISON TO DELPHI (2.5); REVIEW COMMENTS TO SAME AND FURTHER REVISE CHART AND MEMO (1.5).
TOUSSI S	05/15/06	4.50	EDIT AND REVISE DRAFT RESPONSE TO GM RE SETOFF (1.0); EDIT AND REVISE VARIOUS TERM SHEETS FOR GM SALE AND WIND DOWN (2.5); PREPARE FOR MEETING ON 5/16 RE SALE AND WIND DOWN (1.0).
TOUSSI S	05/16/06	5.70	VARIOUS MEETINGS TO DISCUSS DELPHI'S DRAFT TERM SHEET ON REVENUE FOR SALE/WIND-DOWN OF FACILITIES (2.5); WORK ON EDITING AND REVISING VARIOUS TERM SHEETS (2.0); REVIEW LATEST TERM SHEETS BY GM AND PRIOR TERM SHEETS SENT TO GM BY DELPHI (1.2).
TOUSSI S	05/18/06	4.20	ADDRESS GM SETOFF ISSUES (0.7); REVIEW LATEST CORRESPONDENCE AND PRESENTATIONS RE TERM SHEET ON SALE AND WIND DOWN FACILITIES (1.5); ADDRESS ISSUES RE REVENUE PLAN AND FIRST OPPORTUNITY TERM SHEETS (2.0).
TOUSSI S	05/19/06	9.60	TELECONFERENCE TO DISCUSS PENSION GROUP COMMENTS TO TERM SHEET (2.1); INCORPORATE COMMENTS TO COMPREHENSIVE TERM SHEET AND RELATED EXHIBITS AND ANNEXES (2.2); TELECONFERENCE TO DISCUSS REVENUE PLAN TERM SHEET (1.2); INCORPORATE COMMENTS TO REVENUE PLAN TERM SHEET AND COMPREHENSIVE TERM SHEET RE: 363 ASSET SALE PROCESS (3.0); RESEARCH ISSUES RE: 363 SALES (1.1).
TOUSSI S	05/21/06	6.50	TELECONFERENCE TO DISCUSS GM TERM SHEET (2.0); PREPARE FOR SAME (1.0); DISCUSS VARIOUS SECTIONS WITH ROTHSCHILD (0.5); EDIT AND REVISE SALE AND WIND DOWN TERM SHEET AND CIRCULATE SAME (2.0); EDIT AND REVISE ANNEXES TO TERM SHEET TO CONFORM TO SAME (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	05/22/06	9.10	EDIT AND REVISE COMPREHENSIVE TERMS SHEET RE: GM MARKUP (4.2); RESEARCH ISSUES RE: SAME FROM VARIOUS PRESENTATIONS (1.2); DISCUSS COMMENTS BY PENSION GROUP AND COCHRAN AND INCORPORATE SAME TO COMPREHENSIVE TERM SHEET MARKUP (2.5); CONFORM CHANGES TO EXHIBITS AND ANNEX (1.2).
TOUSSI S	05/23/06	10.40	TELECONFERENCE TO DISCUSS MARKUP OF GM TERM SHEET (3.5); EDIT AND REVISE TERM SHEET TO REFLECT CHANGES (4.5); PREPARE VARIOUS MARKUPS AT CLIENTS REQUEST (0.4); ADDRESS ISSUES RAISED WITH REGARDS TO GM TERM SHEET (2.0).
TOUSSI S	05/24/06	6.00	PREPARE COMPREHENSIVE TERMS SHEET BASED ON CONFERENCE CALL AND COMBINE PROVISIONS FROM VARIOUS SEPARATE TERMS SHEETS OF SALE AND WIND DOWN PROCESS AND RELATED OPEB/PENSION MATTERS (3.5); EDIT AND REVISE SAME AND CIRCULATE TO DELPHI TEAM MEMBERS (2.5).
TOUSSI S	05/25/06	2.90	EDIT AND REVISE COMPREHENSIVE TERM SHEET AND PREPARE BLACKLINE OF SAME (2.5); REVIEW CORRESPONDENCE RE GM WIND DOWN NEGOTIATIONS (0.4).
TOUSSI S	05/31/06	4.50	ADDRESS ISSUES RE DELPHI'S DRAFT OF WIND DOWN TERM SHEET TO PRESENT TO GM (1.5); REVIEW SECTION PROVIDED BY S. CORCORAN AND INCORPORATE SAME INTO COMPREHENSIVE TERM SHEET (2.0); FOLLOW UP ISSUES RE SAME AND REVIEW CORRESPONDENCE RE SAME (1.0).
		90.50	
VANLONKHUYZEN CE	05/01/06	11.70	REVIEW AND ANALYZE DOCUMENTS FOR GM CONTRACT REJECTION MOTION TO DETERMINE RELEVANCE AND PRIVILEGE, INCLUDING COMPLETING THE FOURTEENTH WAVE OF GM CONTRACT REJECTION MOTION DOCUMENT PRODUCTION (4.2); REVIEW AND ANALYZE PRIVILEGED DOCUMENTS FOR PRIVILEGE LOG (7.5).
VANLONKHUYZEN CE	05/02/06	10.90	REVIEW AND ANALYZE PRIVILEGED DOCUMENTS FOR PRIVILEGE LOG (10.9).
VANLONKHUYZEN CE	05/03/06	11.10	REVIEW AND ANALYZE PRIVILEGED DOCUMENTS FOR PRIVILEGE LOG (11.1).
VANLONKHUYZEN CE	05/04/06	7.90	REVISE AND DRAFT SECOND SET OF DOCUMENT REQUESTS TO GM (1.2); REVIEW AND ANALYZE FTI CONSULTING DOCUMENTS FOR PRIVILEGE AND RESPONSIVENESS (6.7).
VANLONKHUYZEN CE	05/05/06	11.10	REVIEW AND ANALYZE REDACTED MATERIALS ON PRIVILEGE LOG RELATED TO GM'S OBJECTION TO REDACTIONS (11.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

VANLONKHUYZEN CE	05/06/06	7.20	ANALYZE CASELAW RESEARCH AND DRAFT RESPONSE LETTER TO JUDGE DRAIN RELATED TO GM'S MAY 5, 2006 REQUEST FOR A CONFERENCE WITH THE JUDGE TO DISCUSS REDACTIONS (7.2).
VANLONKHUYZEN CE	05/08/06	12.10	REVISE AND ANALYZE PRIVILEGE LOG AND RELATED DOCUMENTS FOR PRODUCTION BASED ON GM OBJECTIONS TO REDACTIONS (5.7); STRATEGY CONFERENCE RE: WITNESS FILES AND DEPOSITION PREPARATION (1.3); REVIEW AND ANALYZE DOCUMENTS TO IDENTIFY CATEGORIES OF DOCUMENTS RELEVANT FOR WITNESS FILES AND DEPOSITION PREPARATION (5.1).
VANLONKHUYZEN CE	05/09/06	12.30	REVISE AND ANALYZE PRIVILEGE LOG AND RELATED DOCUMENTS FOR PRODUCTION BASED ON GM OBJECTIONS TO REDACTIONS (1.1); REVIEW AND ANALYZE DOCUMENTS TO IDENTIFY CATEGORIES OF DOCUMENTS RELEVANT FOR WITNESS FILES AND DEPOSITION PREPARATION (11.2).
VANLONKHUYZEN CE	05/10/06	10.00	REVISE AND ANALYZE PRIVILEGE LOG AND RELATED DOCUMENTS FOR PRODUCTION BASED ON GM OBJECTIONS TO REDACTIONS (0.8); REVIEW, REVISE, AND CIRCULATE TASK LIST FOR OUTSTANDING GM REJECTION MOTION ISSUES (2.2); ANALYZE CORE FTI DOCUMENTS FOR DEPOSITION PREPARATION PURPOSES (2.3); REVIEW AND PRODUCE SUPPLEMENTAL DOCUMENTS TO GM (0.8); PARTICIPATE IN STRATEGY MEETINGS RELATED TO WITNESS FILE/ DEPOSITION PREPARATION BINDERS (1.1); REVIEW AND ANALYZE DOCUMENTS TO IDENTIFY CATEGORIES OF DOCUMENTS RELEVANT FOR WITNESS FILES AND DEPOSITION PREPARATION (2.8).
VANLONKHUYZEN CE	05/11/06	12.40	REVIEW AND ANALYZE DOCUMENTS FOR WITNESS FILES/DEPOSITION PREPARATION BINDERS, INCLUDING IDENTIFYING KEY DOCUMENTS, RELEVANT TOPICS AND SPECIFIC WITNESS DOCUMENTS (12.4).
VANLONKHUYZEN CE	05/12/06	10.20	CONTINUE TO REVIEW AND ANALYZE DOCUMENTS FOR WITNESS FILES/DEPOSITION PREPARATION BINDERS, INCLUDING IDENTIFYING KEY DOCUMENTS, RELEVANT TOPICS, SPECIFIC WITNESS DOCUMENTS, AND ASSISTING WITH INDEX OF ALL MATERIALS (7.2); REVISE AND ANALYZE PRIVILEGE DOCUMENTS FOR POSSIBLE PRODUCTION BASED ON GM'S ADDITIONAL OBJECTIONS TO REDACTIONS (3.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

VANLONKHUYZEN CE	05/13/06	6.70	FINALIZE BINDERS FOR WITNESS FILES/DEPOSITION PREPARATION, INCLUDING IDENTIFYING KEY DOCUMENTS, RELEVANT TOPICS, SPECIFIC WITNESS DOCUMENTS, AND FINALIZING THE INDEX OF ALL MATERIALS (6.7).
VANLONKHUYZEN CE	05/15/06	6.10	DEPOSITION PREPARATION WITH J. SHEEHAN AND RELATED TASKS (6.1).
VANLONKHUYZEN CE	05/16/06	9.00	DEPOSITION PREPARATION FOR S. DANIELS AND R. EISENBERG AND RELATED TASKS (9.0).
VANLONKHUYZEN CE	05/17/06	7.60	REVIEW AND ANALYZE DOCUMENTS RELATED TO GM DISCOVERY DISPUTES (4.1); REVIEW AND ANALYZE DEPOSITION PREPARATION BINDERS, INCLUDING KEY DOCUMENTS AND GENERAL PREPARATION BINDER (1.5); SUPERVISE VARIOUS DEPOSITION PREPARATION TASKS, INCLUDING UPDATES FOR ALL DEPOSITION PREPARATION BINDERS (2.0).
VANLONKHUYZEN CE	05/22/06	10.30	ANALYZE M. BEIRLEIN DOCUMENTS AND REVISE DEPOSITION PREPARATION BINDER (2.7); STRATEGY CONFERENCE WITH D. SHIVAKUMAR, N. STUART AND J. GUZZARDO RE: DISCOVERY DISPUTES AND SCHEDULING ISSUES (1.4); STRATEGY CONFERENCE RE: TIMING OF REJECTION AND LABOR MOTION (1.3); ANALYZE DOCUMENTS RELATED TO GM OBJECTIONS TO DISCOVERY (3.3); REVIEW AND ANALYZE KEY DOCUMENTS (1.6).
VANLONKHUYZEN CE	05/23/06	9.40	REVISE AND UPDATE ALL DEPOSITION PREPARATION BINDERS AND RELATED DOCUMENT INDICES (7.9); STRATEGY CONFERENCE WITH M. KLIMEK RELATED TO VARIOUS DISCOVERY DISPUTE ISSUES AND REVISIONS TO BINDERS (0.7); COORDINATE AND FINALIZE SUPPLEMENTAL R. EISENBERG PRODUCTION (0.8).
VANLONKHUYZEN CE	05/24/06	8.40	REVIEW AND ANALYZE FOR RESPONSIVENESS AND PRIVILEGE ADDITIONAL POTENTIALLY RESPONSIVE DOCUMENTS FROM COMPANY RE: GM'S DOCUMENT REQUEST (2.1); REVISE AND UPDATE ALL DEPOSITION PREPARATION BINDERS WITH NEW DOCUMENTS (3.1); REVIEW AND ANALYZE VARIOUS DOCUMENTS RELATED TO DISCOVERY DISPUTES (3.2).
VANLONKHUYZEN CE	05/25/06	7.90	REVIEW AND ANALYZE DOCUMENTS PRODUCED BY GM (4.0); FINALIZE PRODUCTION OF ADDITIONAL DOCUMENTS (3.9).
VANLONKHUYZEN CE	05/26/06	9.80	REVIEW AND ANALYZE WITNESS BINDERS FOR DEPOSITION PREPARATION (9.8).
VANLONKHUYZEN CE	05/27/06	3.10	REVIEW AND ANALYZE EXPERT'S DOCUMENTS FOR DEPOSITION PREPARATION (3.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

VANLONKHUYZEN CE	05/29/06	8.10	REVIEW AND ANALYZE EXPERT'S DOCUMENTS FOR DEPOSITION PREPARATION (2.0); TRAVEL TO NEW YORK (6.1).
VANLONKHUYZEN CE	05/30/06	14.20	DEPOSITION PREPARATION FOR COMPANY AND EXPERT WITNESS (14.2).
VANLONKHUYZEN CE	05/31/06	12.30	DEPOSITION OF EXPERT WITNESS AND RELATED TASKS (12.3).

229.80

Total Associate 816.10

TERRY WC	05/03/06	2.30	ASSIST CASE TEAM WITH ELECTRONIC DISCOVERY RE: GM LOSS CONTRACT (2.3).
TERRY WC	05/12/06	0.70	ASSIST CASE TEAM WITH PROJECT MANAGEMENT RE: GM LOSS CONTRACT (0.7).
TERRY WC	05/17/06	2.40	ASSIST CASE TEAM WITH PROJECT MANAGEMENT RE: GM LOSS CONTRACT (2.4).
TERRY WC	05/25/06	3.40	ASSIST CASE TEAM WITH PROJECT MANAGEMENT RE: GM LOSS CONTRACT (3.4).
TERRY WC	05/26/06	4.10	ASSIST CASE TEAM WITH PROJECT MANAGEMENT RE: GM LOSS CONTRACT (4.1).
TERRY WC	05/30/06	3.40	ASSIST CASE TEAM WITH PROJECT MANAGEMENT RE: GM LOSS CONTRACT (3.4).
TERRY WC	05/31/06	4.70	ASSIST CASE TEAM WITH PROJECT MANAGEMENT RE: GM LOSS CONTRACT (4.7).
		21.00	
Total Client Specialist		21.00	
CAMPANA MD	05/10/06	8.50	ASSIST WITH COMPILATION OF DEPOSITION WITNESS BINDERS (8.5).
CAMPANA MD	05/11/06	7.00	ASSIST WITH COMPILATION OF DEPOSITION WITNESS BINDERS (7.0).
		15.50	

DEMMA J	05/02/06	2.00	PROOFREAD PRIVILEGE LOG FOR EXECUTORY CONTRACT DOCUMENT PRODUCTION (2.0).
DEMMA J	05/12/06	3.60	PREPARE SEC FILINGS FOR ATTORNEY REVIEW (3.6).
DEMMA J	05/24/06	3.10	PRODUCE DOCUMENTS IN RESPONSE TO GENERAL MOTORS DISCOVERY REQUEST (3.1).

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DEMMA J	05/25/06	4.60	PRODUCE DOCUMENTS IN RESPONSE TO GENERAL MOTORS DISCOVERY REQUEST (4.6) .
DEMMA J	05/30/06	1.60	PREPARE DOCUMENTS FOR DATABASE LOAD OF GENERAL MOTORS DOCUMENT PRODUCTION (1.6) .

14.90

DONNELLY NP	05/29/06	2.50	ASSEMBLE CDS OF DOCUMENT PRODUCTION (2.5) .
		2.50	

GILCHRIST JM	05/01/06	2.20	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (2.2) .
GILCHRIST JM	05/04/06	5.70	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (5.7) .
GILCHRIST JM	05/10/06	7.20	ASSIST WITH DEPOSITION PREPARATION OF FTI DOCUMENTS (ORGANIZE DOCUMENTS CHRONOLOGICALLY) (7.2) .
GILCHRIST JM	05/11/06	8.30	ASSEMBLE FOR ATTORNEY REVIEW THE DEPOSITION PREPARATION BINDERS FOR J. SHEEHAN, R. EISENBERG, GENERAL DOCUMENTS (8.3) .
GILCHRIST JM	05/22/06	7.40	ASSEMBLE FOR ATTORNEY REVIEW THE DEPOSITION PREPARATION BINDERS (7.4) .
GILCHRIST JM	05/24/06	9.00	ASSIST WITH DEPOSITION PREPARATION OF BINDERS FOR R. EISENBERG, S. DANIELS, J. OPIE, M. BIERLIEN, SEC FILINGS, GENERAL DOCUMENTS, M. SHEEHAN, SENIOR MANAGEMENT (9.0) .

39.80

KLIMEK MV	05/03/06	4.50	BEGIN TO REVIEW VARIOUS EMAILS FROM DELPHI TEAM (0.3); CONTINUE TO PREPARE RELEVANCE REDACTION LOG (4.2) .
KLIMEK MV	05/04/06	10.30	REVIEW AND COMPILE PRODUCTION TRACKING RECORD, VARIOUS CORRESPONDENCE AND EMAILS, AND PRODUCTION CDS (1.8); SET-UP CALENDAR (0.6); CREATE RELEVANCE LOG (7.9) .
KLIMEK MV	05/05/06	3.80	UPDATE AND DISTRIBUTE PRIVILEGE LOG (0.1); CONTINUE TO ASSIST IN PRODUCTION OF DOCUMENTS TO GENERAL MOTORS (1.8); MEET WITH DELPHI TEAM RE: DOCUMENTS (0.4); TELECONFERENCE WITH K. NAKAI RE: PRIVILEGE LOG EDITS (0.2); MAKE EDITS TO MASTER PRIVILEGE LOG (1.3) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KLIMEK MV	05/08/06	6.70	REVISE PRIVILEGE LOG (2.8); MEET WITH DELPHI TEAM RE: INCOMING GM DOCUMENTS (0.8); ASSIST WITH COMPILATION OF UNREDACTED AND PREVIOUSLY WITHHELD DOCUMENTS FOR PRODUCTION (3.1).
KLIMEK MV	05/09/06	5.40	COMPARE PRIVILEGE, NON RESPONSIVE, UNREDACTED, AND LATER PRODUCED DOCUMENTS TO PRIVILEGE LOG (2.6); REVISE PRIVILEGE LOG (2.8).
KLIMEK MV	05/10/06	6.80	UPDATE DELPHI EXECUTORY CONTRACTS CALENDAR (0.4); CONTINUE TO COMPILE DEPOSITION WITNESS BINDERS (6.4).
KLIMEK MV	05/11/06	4.90	COORDINATE CHRONNING DEPOSITION WITNESS BINDERS PROJECT (1.1); COORDINATE UNREDACTING FTI CONSULTING PRIVILEGED DOCUMENTS PROJECT (0.4); REVIEW SCHEDULING EMAILS AND UPDATE CALENDAR (0.2); UPDATE PRODUCTION LOG WITH RESPECT TO ADDITIONAL PRODUCED DOCUMENTS 05/10/06 (0.2); CONTINUE TO COMPILE DEPOSITION WITNESS BINDERS (3.0).
KLIMEK MV	05/12/06	13.30	CONTINUE TO COMPILE DEPOSITION WITNESS BINDERS (13.3).
KLIMEK MV	05/13/06	3.90	FINALIZE DEPOSITION WITNESS BINDERS FOR GENERAL GM DOCUMENTS, J. SHEEHAN, S. DANIELS, AND R. EISENBERG (3.9).
KLIMEK MV	05/15/06	11.00	PREPARE SENIOR MANAGEMENT AND J. OPIE BINDERS FOR REPRODUCTION (1.4); CONTINUE TO ASSIST WITH UNREDACTION OF DOCUMENTS REDACTED FOR PRIVILEGE AND RELEVANCE (9.6).
KLIMEK MV	05/16/06	6.10	RESEARCH RE: UNREDACTED VERSIONS OF DOCUMENTS IN R. EISENBERG WITNESS BINDER (0.3); UPDATE BINDER (0.1); UPDATE PRODUCTION LOG AND DOCUMENTATION (0.6); UPDATE PRIVILEGE LOG AND UNREDACTION/PREVIOUSLY WITHHELD; LATER PRODUCED LOG (4.2); ORGANIZE/COMPILE ALL ORIGINAL WITNESS BINDERS AND FTI CONSULTANT MATERIALS (0.9).
KLIMEK MV	05/17/06	2.70	RESEARCH CUSTODIANS FOR SPECIFIC BATES RANGES ON WEIL'S 05/16/06 LETTER (1.4); ORGANIZE ALL PRODUCTION MATERIALS AND DEPOSITION WITNESS BINDERS AND UPDATE INVENTORY RE: SAME (1.3).
KLIMEK MV	05/18/06	2.80	CONTINUE TO ORGANIZE DOCUMENT PRODUCTION (1.3); REDACT BOD MINUTES (1.3); UPDATE PRIVILEGE LOG RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KLIMEK MV	05/19/06	1.20	UPDATE CALENDAR (0.2); ORGANIZE HARD COPY DELPHI PRODUCTION DOCUMENTS (1.0).
KLIMEK MV	05/23/06	8.00	WORK ON ADDITIONAL PRODUCTION OF DOCUMENTS (0.9); UPDATE CALENDAR (1.1); CONTINUE TO UPDATE WITNESS BINDERS AND GENERAL PREP BINDERS (6.0).
KLIMEK MV	05/24/06	2.60	COMPILE TASKS NECESSARY TO COMPLETE GENERAL PREP BINDER UPDATES (0.5); CONTINUE TO UPDATE GENERAL PREP AND WITNESS BINDER UPDATES (1.7); UPDATE INDICES TO SAME (0.3); ASSIST WITH PRODUCTION OF REPRODUCTION OF DELPHI DOCUMENTS (0.1).
KLIMEK MV	05/25/06	1.00	UPDATE DELPHI CALENDAR (0.5); CONTINUE TO UPDATE CALENDAR TO REFLECT ADDITIONAL AND CHANGED DEPOSITION AND DEPOSITION PREP TIMES AND DATES (0.2); UPDATE PRODUCTION LOG (0.3).
KLIMEK MV	05/26/06	3.30	CONTINUE TO UPDATE CALENDAR WITH ADDITIONAL INFORMATION (0.8); REVIEW IMAGES AND DELPHI PRODUCTION DATABASE LAYOUT (0.5); COORDINATE DELIVERY OF WITNESS BINDERS (1.3); BEGIN CHECKING CONCORDANCE DATABASE REPORT (0.7).
KLIMEK MV	05/27/06	1.30	CONTINUE TO UPDATE CALENDAR TO REFLECT ADDITIONS AND CHANGES (0.5); BEGIN TO IDENTIFY INCONSISTENCIES IN DELPHI PRODUCTION MATTER 18 PRODUCTION DATABASE (0.8).
KLIMEK MV	05/31/06	7.60	DRAFT TRANSMITTAL LETTERS TO THE UCC AND APPALOOSA (0.3); CONTINUE IDENTIFYING ISSUES IN DELPHI PRODUCTION MATTER 18 CONCORDANCE DATABASE (1.8); CREATE CONCORDANCE DATABASE TAG LIST (5.5).

107.20

NAKAI KM	05/01/06	9.90	ASSIST WITH PREPARATION OF PRIVILEGE LOG (9.9).
NAKAI KM	05/02/06	6.80	ASSIST WITH PREPARATION OF PRIVILEGE LOG (6.8).
NAKAI KM	05/03/06	4.30	ASSIST WITH PREPARATION OF PRIVILEGE LOG (4.3).
NAKAI KM	05/04/06	6.50	ASSIST TO REVISE DRAFT OF RELEVANCE LOG FROM DOCUMENT PRODUCTION (6.5).
NAKAI KM	05/08/06	1.20	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (1.2).
		28.70	

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NOWICKI JA	05/01/06	4.40	WORK ON DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (4.4).
NOWICKI JA	05/03/06	1.60	ATTENTION TO DOCUMENT REVIEW AND PRODUCTION FOR GM DISCOVERY (1.6).
NOWICKI JA	05/04/06	8.80	WORK ON DOCUMENT REVIEW FOR GM DISCOVERY IN CONNECTION WITH CONTRACT REJECTION MOTION (8.8).
NOWICKI JA	05/18/06	4.90	WORK ON INDEXING AND ASSEMBLING DEPOSITION PREP BINDERS FOR A. VANDENBERGH AND M. BIERLEIN (4.9).
NOWICKI JA	05/23/06	11.40	WORK ON UPDATING AND REVISING DEPOSITION PREP MATERIALS FOR A. VANDENBERGH, M. BIERLEIN, J. SHEEHAN, AND S. DANIELS (11.4).
NOWICKI JA	05/24/06	8.50	WORK ON ASSEMBLING AND INDEXING DEPOSITION PREP MATERIALS (8.5).
NOWICKI JA	05/31/06	1.90	WORK ON 05/31/2006 DOCUMENT DISTRIBUTION OF PRODUCTION DOCUMENTS TO D. BAUMSTEIN AND M. BROUDE (1.9).

41.50

ZSOLDOS AF	05/15/06	0.40	COORDINATE TASKS WITH J. GUZZARDO RE: UPCOMING GM LOSS CONTRACTS HEARING (0.4).
ZSOLDOS AF	05/18/06	0.60	FILE D. SHIVAKUMAR'S APPLICATION FOR PRO HAC VICE ADMISSION (0.6).
		1.00	

Total Legal Assistant 251.10

ROSI DA	05/01/06	2.00	CREATE CD-ROM MASTER (ORIGINAL) RE: DPH-IGM-BOD 000001- 000011 (2.0).
ROSI DA	05/02/06	1.70	CREATE CD-ROM MASTER (ORIGINAL) RE: DPH-1GM000001 - DPH-1GM052754. DPH-IGM-BOD 000001 - DPH-IGM-BOD 0000 (1.7).
ROSI DA	05/03/06	1.00	CREATE CD-ROM MASTER (ORIGINAL) RE: DPH-1GM000001 - DPH-1GM052754. DPH-IGM-BOD 000001 - DPH-IGM-BOD 0000 (1.0).
ROSI DA	05/08/06	1.90	CREATE CDS FOR DELPHI PRODUCTION DISKS (1.9).
ROSI DA	05/09/06	3.80	CREATE CDS FOR DELPHI PRODUCTION DISKS (3.8).
ROSI DA	05/12/06	2.50	CREATE CDS FOR DELPHI PRODUCTION DISKS (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSI DA	05/15/06	5.80	CREATE CDS FOR DELPHI PRODUCTION SET (2.8); CREATE CD-ROM MASTER (ORIGINAL) RE: EXECUTORY CONTRACTS (PERSONALITY) (3.0).
ROSI DA	05/16/06	3.70	CREATE CD-ROM MASTER (ORIGINAL) RE: PART 3: DELPHI SUPPLEMENTAL PRODUCTION - MAY 15, 2006 (1.5); ASSIST CASE TEAM WITH ASSEMBLY OF DOCUMENTS RE: 50678-50742 AND 50743-50814 (2.2).
ROSI DA	05/22/06	3.80	MAINTAIN DATABASE FOR DELPHI PRODUCTION (3.8).
ROSI DA	05/23/06	1.80	CREATE CDS FOR DELPHI PRODUCTION (1.8).
ROSI DA	05/30/06	3.20	CREATE CD-ROM MASTER (ORIGINAL) RE: DELPHI PRODUCTION/ELECTRONIC DOCUMENTS AND EMAILS (3.2).
		31.20	
Total Legal Assistant Specialist		31.20	

GALLAGHER T	05/05/06	1.50	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (1.5)
GALLAGHER T	05/08/06	0.60	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (0.6)
GALLAGHER T	05/09/06	3.30	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (3.3)
GALLAGHER T	05/10/06	4.00	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (4.0)
GALLAGHER T	05/11/06	1.00	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (1.0)
GALLAGHER T	05/12/06	2.80	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (2.8)
GALLAGHER T	05/15/06	5.50	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (5.5)
GALLAGHER T	05/17/06	6.50	ASSIST WITH PREPARATION OF GM PRIVILEGE LOG (6.5)
GALLAGHER T	05/18/06	5.80	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (5.8)
GALLAGHER T	05/23/06	4.00	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (4.0)
GALLAGHER T	05/24/06	2.60	ASSIST WITH ASSEMBLY OF GM DOCUMENT PRODUCTION (2.6)
		37.60	
WORSHECK TM	05/03/06	2.90	ASSIST WITH DOCUMENT PRODUCTION TO GM (2.9)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WORSHECK TM	05/04/06	7.40	ASSIST WITH DOCUMENT PRODUCTION TO GM (7.4)
WORSCHECK TM	05/05/06	1.60	ASSIST WITH DOCUMENT PRODUCTION TO GM (1.6)
WORSCHECK TM	05/10/06	1.80	ASSIST WITH COMPILATION OF DEPOSITION WITNESS BINDERS (1.8)
WORSCHECK TM	05/19/06	3.30	PREPARE GM SEPARATION BINDER FOR ATTORNEY REVIEW (2.4); PREPARE DECEMBER 2005 BOARD MINUTES FOR ATTORNEY REVIEW (0.9)
WORSCHECK TM	05/26/06	1.60	ASSIST WITH DEPOSITION PREPARATION (1.6)
		18.60	
Total Legal Assistant Support		56.20	

TOTAL TIME **1,672.20**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (GM)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/04/06	Shivakumar D	1,259.28
Air/Rail Travel - vendor feed	05/10/06	Hogan III AL	1,357.27
Air/Rail Travel - vendor feed	05/10/06	Shivakumar D	1,357.27
Air/Rail Travel - vendor feed	05/15/06	VanLonkhuyzen CE	658.12
Air/Rail Travel - vendor feed	05/15/06	Stuart NL	658.12
Air/Rail Travel - vendor feed	05/15/06	Hogan III AL	690.17
Air/Rail Travel - vendor feed	05/15/06	Shivakumar D	416.12
Air/Rail Travel - vendor feed	05/16/06	Hogan III AL	584.32
Air/Rail Travel - vendor feed	05/16/06	Guzzardo J	744.29
Air/Rail Travel - vendor feed	05/16/06	Stuart NL	165.30
Air/Rail Travel - vendor feed	05/16/06	Shivakumar D	387.01
Air/Rail Travel - vendor feed	05/16/06	Stuart NL	-120.30
Air/Rail Travel - vendor feed	05/19/06	VanLonkhuyzen CE	467.29
Air/Rail Travel - vendor feed	05/19/06	Stuart NL	349.64
Air/Rail Travel - vendor feed	05/19/06	Stuart NL	-349.64
Air/Rail Travel - vendor feed	05/20/06	Shivakumar D	349.64
Air/Rail Travel - vendor feed	05/21/06	Hogan III AL	417.81
Air/Rail Travel - vendor feed	05/23/06	Shivakumar D	165.30
Air/Rail Travel - vendor feed	05/23/06	Stuart NL	165.30
Air/Rail Travel - vendor feed	05/23/06	Shivakumar D	160.70
Air/Rail Travel - vendor feed	05/23/06	Stuart NL	254.72

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/29/06	Guzzardo J	1,004.92
Air/Rail Travel - vendor feed	05/29/06	VanLonkhuyzen CE	502.31
Air/Rail Travel - vendor feed	05/29/06	Stuart NL	1,021.44
Air/Rail Travel - vendor feed	05/29/06	Shivakumar D	1,691.83
Air/Rail Travel - vendor feed	05/30/06	Hogan III AL	1,189.13
Air/Rail Travel - vendor feed	05/31/06	VanLonkhuyzen CE	349.64
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$15,897.00
In-house Reproduction	05/02/06	Copy Center, D	85.60
In-house Reproduction	05/02/06	Copy Center, D	6.40
In-house Reproduction	05/05/06	Copy Center, D	31.00
In-house Reproduction	05/05/06	Copy Center, D	207.41
In-house Reproduction	05/09/06	Copy Center, D	1,221.05
In-house Reproduction	05/12/06	Copy Center, D	764.43
In-house Reproduction	05/16/06	Copy Center, D	0.10
In-house Reproduction	05/16/06	Copy Center, D	1,096.85
In-house Reproduction	05/17/06	Copy Center, D	14.00
In-house Reproduction	05/19/06	Copy Center, D	174.81
In-house Reproduction	05/23/06	Copy Center, D	731.23
In-house Reproduction	05/26/06	Copy Center, D	26.90
In-house Reproduction	05/26/06	Copy Center, D	421.22
		TOTAL IN-HOUSE REPRODUCTION	\$4,781.00
Telephone Expense	05/26/06	Telecommunications, D	6.70
Telephone Expense	05/26/06	Telecommunications, D	8.18
Telephone Expense	05/26/06	Telecommunications, D	0.12
		TOTAL TELEPHONE EXPENSE	\$15.00
Non-standard/Outside Reproduction	05/13/06	Landmark Document Services	5,882.20
Non-standard/Outside Reproduction	05/18/06	Landmark Document Services	1,337.13

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Non-standard/Outside Reproduction	05/22/06	Landmark Document Services	293.67
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$7,513.00
Lexis/Nexis	05/06/06	VanLonkhuyzen CE	61.57
Lexis/Nexis	05/12/06	VanLonkhuyzen CE	276.62
Lexis/Nexis	05/31/06	Krebs PE	768.81
		TOTAL LEXIS/NEXIS	\$1,107.00
Westlaw	05/05/06	Qiu SX	22.04
Westlaw	05/06/06	VanLonkhuyzen CE	9.60
Westlaw	05/07/06	Guzzardo J	97.77
Westlaw	05/11/06	Diaz LB	20.28
Westlaw	05/12/06	Guzzardo J	94.55
Westlaw	05/12/06	VanLonkhuyzen CE	79.62
Westlaw	05/18/06	Rosen R	89.78
Westlaw	05/25/06	Rowe WJ	12.97
Westlaw	05/31/06	Garner LP	38.39
		TOTAL WESTLAW	\$465.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	7.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$7.00
Air/Rail Travel (external)	05/14/06	Butler, Jr. J	120.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$120.00
Out-of-Town Travel	05/14/06	Butler, Jr. J	108.10
Out-of-Town Travel	05/14/06	Butler, Jr. J	52.35
Out-of-Town Travel	05/14/06	Butler, Jr. J	16.00
Out-of-Town Travel	05/14/06	Butler, Jr. J	5.50
Out-of-Town Travel	05/16/06	Guzzardo J	34.99
Out-of-Town Travel	05/16/06	Guzzardo J	7.30
Out-of-Town Travel	05/16/06	Guzzardo J	39.99
Out-of-Town Travel	05/17/06	Guzzardo J	863.77

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL OUT-OF-TOWN TRAVEL	\$1,128.00
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	9.23
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	9.23
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	15.38
Messengers/ Courier	05/05/06	Straightline Courier	40.66
Messengers/ Courier	05/05/06	Straightline Courier	40.66
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	34.01
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	29.42
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	31.51
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	29.41
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	29.41
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	76.20
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	29.41
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	245.95
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	87.48
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	68.03
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	68.03
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	51.83
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	100.44
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	84.24
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	84.24
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	84.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	9.23
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	9.23
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	9.23
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	77.92
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	76.16

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	05/23/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	71.91
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
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Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	83.80
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	26.10
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	20.70
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	23.40
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	18.89
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	27.00
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	20.70
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	20.70
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	27.00
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	23.40
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	27.00
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	27.00
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	11.69
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	25.13
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	23.97
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	32.33
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	103.34
TOTAL MESSENGERS/ COURIER			\$3,080.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	05/14/06	Butler, Jr. J	10.66
Out-of-Town Meals	05/16/06	Guzzardo J	23.34
		TOTAL OUT-OF-TOWN MEALS	\$34.00
Media Duplication	05/03/06	Mead I	320.00
		TOTAL MEDIA DUPLICATION	\$320.00
Printing to paper from TIF	05/12/06	Lopez N	4,354.00
		TOTAL PRINTING TO PAPER FROM TIF	\$4,354.00
File Conversion (Multi-page to Single-page)	05/10/06	Poon MY	1,055.49
File Conversion (Multi-page to Single-page)	05/17/06	Poon MY	33.51
		TOTAL FILE CONVERSION (MULTI-PAGE TO SINGLE-PAGE)	\$1,089.00
Wireless - Mobile/Cellular/Pager	04/13/06	Meisler RE	0.20
Wireless - Mobile/Cellular/Pager	04/15/06	Meisler RE	3.80
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$4.00
		TOTAL MATTER	\$39,914.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-3
CREDITOR MEETINGS / STATUTORY COMMITTEES
3,068.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/06	4.30	PREPARE FOR (0.4) AND ATTEND (0.9) SECTION 341 PREPARATION SESSION AT COMPANY; FINALIZE CREDITORS' COMMITTEE PRESENTATION MATERIALS (0.6); CONTINUE TO REVISE SECTION 341 PRESENTATION MATERIALS (0.3); ATTEND CREDITORS' COMMITTEE DINNER IN NEW YORK CITY (1.9); FOLLOW-UP ON CREDITORS' COMMITTEE REQUESTS WITH J. PAPELIAN (0.2).
BUTLER, JR. J	02/02/06	5.20	PREPARE FOR (1.2) AND ATTEND (3.4) CREDITORS COMMITTEE MEETING IN NEW YORK CITY; FINALIZE SECTION 341 PRESENTATION (0.6).
BUTLER, JR. J	02/03/06	4.90	PREPARE FOR (0.4) AND ATTEND (2.8) SECTION 341 PREPARATION SESSION IN NEW YORK; PREPARE FOR (0.5) AND ATTEND (0.7) SECTION 341 MEETING IN NEW YORK; FOLLOW-UP ON VARIOUS MATTERS FROM FEBRUARY 2ND CREDITORS COMMITTEE MEETING IN NEW YORK CITY (0.3); EMAILS FROM/TO M. HAMILTON RE: AMENDED SOFAS AND SOALS (0.2).
BUTLER, JR. J	02/07/06	0.90	SEVERAL TELECONFERENCES AND EMAILS WITH B. ROSENBERG RE: COMMITTEE INFORMATION REQUESTS, FUTURE MEETING DATES AND RELATED MATTERS (0.6); EMAIL TO D. SHERBIN AND J. PAPELIAN RE: SAME (0.1); REVIEW AND FINALIZE DRAFT ORDER DENYING LAW DEBENTURE MOTION (0.2).
BUTLER, JR. J	02/08/06	0.20	EMAILS FROM/TO P. ANTOSZYK RE: FEBRUARY 15TH MEETING WITH LAW DEBENTURE (TRUST PREFERRED INDENTURE TRUSTEE) IN NEW YORK CITY RE: INFORMATION UPDATE (0.2).
BUTLER, JR. J	02/10/06	0.40	BEGIN TO PREPARE FOR FEBRUARY 16TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING EMAILS FROM/TO B. ROSENBERG (0.4).
BUTLER, JR. J	02/11/06	0.60	CONTINUE TO PREPARE FOR FEBRUARY 16TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING BEGIN TO REVIEW OF FIRST TURN OF COMMITTEE PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	02/12/06	0.80	BEGIN TO PREPARE FOR FEBRUARY 16TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISION OF COMMITTEE PRESENTATION MATERIALS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/13/06	1.20	CONTINUE TO PREPARE FOR FEBRUARY 16TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISION OF COMMITTEE PRESENTATION MATERIALS (1.2).
BUTLER, JR. J	02/14/06	2.20	PREPARE FOR FEBRUARY 15TH MEETING WITH LAW DEBENTURE (TRUST PREFERRED INDENTURE TRUSTEE) IN NEW YORK CITY RE: INFORMATION UPDATE INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.3); CONTINUE TO PREPARE FOR FEBRUARY 16TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND FINALIZATION OF PRESENTATION MATERIALS (0.9).
BUTLER, JR. J	02/15/06	4.20	PREPARE FOR (0.4) AND ATTEND (2.3) MEETING WITH LAW DEBENTURE (TRUST PREFERRED INDENTURE TRUSTEE) IN NEW YORK CITY RE: INFORMATION UPDATE; REVIEW AND FINALIZE CONFIDENTIALITY AGREEMENT FOR SAME (0.3); CONTINUE TO PREPARE FOR FEBRUARY 16TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND FINALIZATION OF PRESENTATION MATERIALS (0.9); EMAILS FROM/TO R. ROSENBERG RE: COMMITTEE MATTERS (0.3).
BUTLER, JR. J	02/16/06	3.20	PREPARE FOR (0.9) AND ATTEND (2.1); CREDITORS COMMITTEE MEETING IN NEW YORK CITY; ATTEND POST-MEETING WRAP-UP WITH COMMITTEE PROFESSIONALS (0.2).
BUTLER, JR. J	02/20/06	0.40	EMAILS FROM/TO B. ROSENBERG RE COMMITTEE MATTERS (0.2); FOLLOW-UP ON COMMITTEE COMPOSITION MATTERS INCLUDING FLEXTRONICS PREPETITION CLAIMS STATUS (0.2).
BUTLER, JR. J	02/21/06	3.90	TELECONFERENCE WITH B. ROSENBERG RE: COMMITTEE MATTERS (1.3); FOLLOW-UP ON COMMITTEE MATTERS (1.1); BEGIN TO PREPARE FOR MARCH 1ST CREDITORS COMMITTEE MEETING IN NEW YORK CITY (0.4); REVIEW GM MOTION SEEKING APPOINTMENT TO CREDITORS' COMMITTEE AND NEXT STEPS (0.4); CONFERENCES WITH S. MILLER, K. HEALY, D. SHERBIN AND OTHERS AND FINALIZE DELPHI PUBLIC COMMENT ON GM MOTION (0.4); WORK ON POSSIBLE MARCH 16TH PROFESSIONALS MEETING WITH UCC ADVISORS IN NEW YORK CITY (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/22/06	1.10	CONTINUE TO FOLLOW-UP ON GM MOTION SEEKING APPOINTMENT TO CREDITORS' COMMITTEE (0.3); CONTINUE TO WORK ON POSSIBLE MARCH 16TH PROFESSIONALS MEETING WITH UCC ADVISORS IN NEW YORK CITY (0.2); EMAILS FROM/TO R. EISENBERG RE INFORMATION SHARING PROTOCOL AND NEXT STEPS (0.2); EMAILS FROM/TO R. ROSENBERG RE EQUITY COMMITTEE MOTION AND BUCK CONSULTANTS RETENTION (0.3); FOLLOW-UP ON ADJOURNMENT OF JEFFERIES RETENTION (0.1).
BUTLER, JR. J	02/23/06	0.80	REVIEW REVISED OBJECTION TO APPALOOSA MOTION TO APPOINT AN EQUITY COMMITTEE (0.8).
BUTLER, JR. J	02/25/06	1.40	BEGIN TO PREPARE FOR MARCH 1ST CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISE PRESENTATION MATERIALS (1.2); EMAILS FROM/TO R. EISENBERG RE UCC INFORMATION SHARING PROTOCOLS (0.2).
BUTLER, JR. J	02/26/06	0.60	CONTINUE TO PREPARE FOR MARCH 1ST CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISE PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	02/27/06	2.60	CONTINUE TO PREPARE FOR MARCH 1ST CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISE PRESENTATION MATERIALS (0.9); REVIEW APPALOOSA MOTION AND RELATED MATERIALS RE DISCOVERY DISPUTES ON EQUITY COMMITTEE (0.8); REVIEW AND COMMENT ON OBJECTION TO APPALOOSA MOTION TO APPOINT EQUITY COMMITTEE (0.9).
BUTLER, JR. J	02/28/06	7.30	CONTINUE TO PREPARE FOR MARCH 1ST CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING FINALIZE PRESENTATION MATERIALS (0.4); PREPARE FOR (0.4) AND ATTEND (1.3) MEETING AT LATHAM WITH DELPHI AND COMMITTEE PROFESSIONALS; ATTEND CREDITORS COMMITTEE DINNER IN NEW YORK CITY (3.4); REVIEW AND COMMENT ON DRAFT EQUITY COMMITTEE OBJECTION (0.8); FOLLOW-UP ON APPALOOSA DISCOVERY MATTERS (0.6); REVIEW CLAIMS TRADING MATTERS AND CURRENT LIST OF LARGEST UNSECURED CREDITORS (0.4).
		46.20	
LYONS JK	02/01/06	3.50	REVIEWED AND REVISED AMENDMENT TO SCHEDULES AND EXHIBITS AND PREPARATION OF COMPANY FOR 341(A) MEETING (3.5).

3.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	02/01/06	1.20	PREPARE FOR SECTION 341 MEETING (0.9); REVIEW SUMMARY OF CONFORMING BANK ACCOUNTS (0.1); TELECONFERENCE FROM A. LEONHARD RE: SECTION 341 MEETING AND CASE MANAGEMENT ISSUES (0.2).
MARAFIOTI KA	02/02/06	5.20	ATTENDED CREDITORS' COMMITTEE MEETING (3.2); MEETING WITH COMPANY IN FOLLOWUP TO COMMITTEE MEETING (1.0); MEETING WITH D. RESNICK, B. SHAW, B. DERROUGH, T. MC CONNELL, AND B. ROSENBERG RE: ISSUES RAISED BY CREDITORS' COMMITTEE (0.7); MEETING WITH D. SHERBIN, S. CORCORAN, J. SHEEHAN RE: COMMITTEE ISSUES (0.3).
MARAFIOTI KA	02/03/06	2.00	PREPARE FOR SECTION 341 MEETING WITH CLIENT AND FTI (0.8); ATTEND SECTION 341 MEETING (0.7); CONFERENCES WITH CLIENT AND THIRD PARTIES FOLLOWING SECTION 341 MEETING (0.5).
MARAFIOTI KA	02/13/06	0.10	CORRESPONDENCE RE: 2/16 COMMITTEE MEETING (0.1).
MARAFIOTI KA	02/14/06	0.80	REVIEWED REVISED COMMITTEE PRESENTATION FOR MEETING (0.8).
MARAFIOTI KA	02/15/06	5.20	WORK ON PRESENTATIONS FOR COMMITTEE AND LAW DEBENTURE MEETINGS (0.7); CORRESPONDENCE WITH COMMITTEE COUNSEL (0.1); MEETING WITH LAW DEBENTURE TRUST (R. STARK, P. HEALY, P. ATUSHUCK), D. SHERBIN, J. SHEEHAN, S. CORCORAN, K. CRAFT, AND R. EISENBERG (2.5); PREPARE WITH CLIENT AND FTI FOR CREDITORS' COMMITTEE AND BANK MEETINGS (1.9).
MARAFIOTI KA	02/16/06	5.00	PREPARE WITH CLIENT, ROTHSCHILD, AND FTI FOR COMMITTEE MEETING (0.7); ATTEND CREDITORS' COMMITTEE MEETING (2.2); MEETING WITH CLIENT, ROTHSCHILD, AND FTI AFTER CREDITORS' COMMITTEE MEETING (1.9); MEETING WITH JEFFERIES AND B. ROSENBERG (0.2).
MARAFIOTI KA	02/23/06	0.30	REVIEW LAW DEBENTURE BRIEF ON APPEAL (0.3).
MARAFIOTI KA	02/24/06	0.80	CONTINUED REVIEW OF LAW DEBENTURE BRIEF ON APPEAL (0.8).
MARAFIOTI KA	02/27/06	2.60	REVIEW AND REVISED COMMITTEE PRESENTATION (1.6); PREPARE FOR COMMITTEE MEETING (0.4); REVIEWED GM MOTION FOR COMMITTEE APPOINTMENT (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	02/28/06	5.50	CORRESPONDENCE RE: COMMITTEE MEETING (0.2); WORK ON RESPONSE TO APPALOOSA MOTION FOR APPOINTMENT OF EQUITY COMMITTEE (1.2); ATTEND MEETING WITH LATHAM, MESIROW, JEFFERIES, FTI (1.1); DINNER MEETING WITH CREDITORS' COMMITTEE (3.0).
		28.70	
SPRINGER DE	02/20/06	1.90	CONFERENCE WORKING GROUP RE: APPALOOSA DISCOVERY (0.6); REVIEW APPALOOSA DOCUMENT PRODUCTION (0.7); REVIEW CORRESPONDENCE TO APPALOOSA (0.6).
SPRINGER DE	02/21/06	0.50	REVIEW AND REVISE APPALOOSA DISCOVERY RESPONSES AND CORRESPONDENCE (0.5).
SPRINGER DE	02/23/06	3.40	LEGAL RESEARCH RE: LAW DEBENTURE APPEAL PROCEDURE AND MERITS (1.5); CONFERENCE WITH WORKING GROUP RE: LAW DEBENTURE APPEAL (0.6); REVIEW AND REVISE OPPOSITION TO LAW DEBENTURE MOTION FOR LEAVE TO APPEAL (1.3).
SPRINGER DE	02/24/06	6.50	REVIEW AND REVISE OBJECTION TO LAW DEBENTURE'S MOTION FOR LEAVE TO APPEAL (2.5); SENIOR STAFF STRATEGY CONFERENCE CALL (1.2); REVIEW, REVISE AND SEND LETTER TO APPALOOSA COUNSEL RE: DISCOVERY ISSUES (1.1); CONFERENCE WITH J. BUTLER RE: APPALOOSA (0.5); REVIEW AND REVISE PRESENTATION MODULES RE: APPALOOSA AND MDL ISSUES (1.2).
SPRINGER DE	02/25/06	3.50	REVIEW AND REVISE OBJECTION TO LAW DEBENTURE'S MOTION FOR LEAVE TO APPEAL (3.5).
SPRINGER DE	02/27/06	5.70	REVIEW AND REVISE OBJECTION TO LAW DEBENTURES' MOTION FOR LEAVE TO APPEAL (2.2); REVIEW AND REVISE OBJECTION TO APPALOOSA'S MOTION FOR APPOINTMENT OF AN EQUITY COMMITTEE (3.2); TELECONFERENCES WITH J. BUTLER (0.3).
SPRINGER DE	02/28/06	2.10	REVIEW AND REVISE OBJECTION TO APPALOOSA MOTION FOR EQUITY COMMITTEE (1.6); TELECONFERENCES WITH N. MACDONALD RE: APPALOOSA DISCOVERY DISPUTES (0.5).
		23.60	
Total Partner		102.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/01/06	4.00	FURTHER PREPARATION FOR THE UNSECURED CREDITORS' COMMITTEE MEETING FOR THE FEB. 2 (1.5); FURTHER PREPARATION FOR 341 MEETING ON FEB. 3 (1.3); ATTEND DINNER WITH UNSECURED CREDITORS' COMMITTEE AND ADVISORS (1.2).
MATZ TJ	02/02/06	5.00	PREPARATION FOR UNSECURED CREDITORS' COMMITTEE MEETING WITH COMPANY REPRESENTATIVES AND FTI (1.0); ATTENDING UNSECURED CREDITORS' COMMITTEE MEETING (3.0); FOLLOW UP MEETING WITH REPRESENTATIVES OF COMPANY, FTI AND ROTHSCHILD (1.0).
MATZ TJ	02/03/06	2.60	FURTHER PREPARATION FOR 341 MEETING (1.5); ATTEND 341 MEETING (0.9); FOLLOW UP DISCUSSIONS WITH U.S. TRUSTEE RE: SAME (0.2).
MATZ TJ	02/15/06	1.30	REVIEW MATERIALS AND PREPARE FOR CREDITORS' COMMITTEE MEETING FOR 2/16 (1.3).
MATZ TJ	02/16/06	3.70	FINAL PREPARATION FOR CREDITORS' COMMITTEE MEETING (0.6); ATTENDING SAME (2.5); FOLLOW UP WORK FROM CREDITORS' COMMITTEE MEETING (0.6).
MATZ TJ	02/17/06	0.40	WORK ON UNSECURED CREDITORS COMMITTEE MEETING MATERIALS (0.4).
MATZ TJ	02/21/06	0.30	FOLLOW UP WORK ON LAW DEBENTURE APPEAL AND APPOINTMENT TO UNSECURED CREDITORS' COMMITTEE (0.3).
MATZ TJ	02/23/06	0.90	REVIEW GM APPLICATION FOR APPOINTMENT TO UNSECURED CREDITORS' COMMITTEE (0.4); FOLLOW UP WORK RE: SAME (0.2); WORK ON RESPONSE TO APPALOOSA MOTION TO APPOINT EQUITY COMMITTEE (0.3).
MATZ TJ	02/24/06	0.90	REVIEW AND COMMENTING ON APPALOOSA RESPONSE (0.6); FOLLOW UP RE: SAME (0.3).
MATZ TJ	02/27/06	2.90	REVIEW AND COMMENT ON MATERIALS FOR MARCH 2 UNSECURED CREDITORS COMMITTEE MEETING (1.6); CONTINUED REVIEW AND COMMENT ON MATERIALS ON APPALOOSA EQUITY COMMITTEE MOTION OBJECTION (1.0); REVIEW APPALOOSA DISCOVERY AND DISPUTE (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/28/06	5.80	CONTINUING WORK ON OBJECTION TO APPALOOSA LIFT STAY MOTION (0.3); REVIEW MOTION TO SEAL RE: DISCOVERY (0.2); WORK ON APPALOOSA EQUITY COMMITTEE MOTION RESPONSE MOTION RE: DISCOVERY (0.4); FOLLOW UP WORK RE: SAME AND DISCOVERY DISPUTE (0.4); PREPARING FOR MEETING WITH UNSECURED CREDITORS RE: INFORMATION SHARING PROTOCOL, CASE MANAGEMENT (0.4); ATTEND MEETING AT LATHAM WATKINS (1.1); ATTEND DINNER WITH UNSECURED CREDITORS' COMMITTEE AND ADVISORS (3.0).
		27.80	
Total Counsel		27.80	
DE ELIZALDE D	02/01/06	0.50	REVIEWED PRESENTATION TO THE UCC (0.5).
DE ELIZALDE D	02/21/06	1.50	REQUESTED INFORMATION RE: PAYMENT OF PROFESSIONAL INVOICES TO WORK ON PRESENTATION TO UCC (1.5).
DE ELIZALDE D	02/24/06	1.90	TRACKING PAYMENTS MADE TO PROFESSIONALS TO INCLUDE IN PRESENTATION TO THE UCC (1.9).
		3.90	
FERN BM	02/21/06	0.40	TELECONFERENCE WITH B. ROSENBERG AND M. BROUDE AND OTHERS RE: VARIOUS LITIGATION MATTERS (0.4).
FERN BM	02/22/06	7.10	REVIEWED 1/5 TRANSCRIPT RE: LAW DEBENTURE'S MOTION FOR APPOINTMENT TO CREDITORS' COMMITTEE (0.6); RESEARCH RE: LAW DEBENTURE APPEAL AND APPELLATE PROCEDURE (3.8); REVIEWED LAW DEBENTURE'S MOTIONS RE: LEAVE TO APPEAL AND ANALYSIS OF ISSUES RE: SAME (0.6); REVIEWED RESEARCH RE: INTERLOCUTORY APPEALS (2.1).
FERN BM	02/23/06	13.30	REVIEWED MEMORANDUM IN SUPPORT OF LAW DEBENTURE MOTION (0.8); ADDITIONAL REVIEW OF RESEARCH RE: SECTION 1102 (0.5); FORMULATE STRATEGY RE: LAW DEBENTURE APPEAL (0.9); DRAFTED RESPONSE TO MOTION TO APPEAL (4.6); RESEARCH RE: REVIEW OF SECTION 1102 ORDER (2.8); CONTINUED DRAFTING RESPONSE TO MOTION (3.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/24/06	8.10	REVIEWED AND REVISED RESPONSE TO LAW DEBENTURE MOTION (2.6); BEGAN DRAFTING DESIGNATION AND COUNTERSTATEMENT RE: LAW DEBENTURE APPEAL (2.3); ADDITIONAL REVIEW OF RESPONSE TO LAW DEBENTURE MOTION (2.3); MEMO RE: BANKRUPTCY APPELLATE PROCEDURE (0.6); EMAILS TO/FROM R. STARK RE: LAW DEBENTURE APPEAL (0.3).
FERN BM	02/26/06	3.80	REVIEWED AND REVISED LAW DEBENTURE RESPONSE (2.9); RESEARCH RE: STANDARD OF REVIEW (0.5); ATTENTION TO ISSUES RE: LAW DEBENTURE'S LEAVE TO APPEAL (0.4).
FERN BM	02/27/06	5.50	REVIEWED AND REVISED LAW DEBENTURE OBJECTION (3.0); EMAILS TO/FROM M. BROUDE RE: LAW DEBENTURE MOTION (0.2); DRAFTED DESIGNATION AND COUNTERSTATEMENT RE: LAW DEBENTURE APPEAL (2.3).
FERN BM	02/28/06	5.50	RESEARCH RE: APPELLATE PROCEDURE (2.4); ATTENTION TO ISSUES RE: DEBTORS' DESIGNATION OF RECORD (0.5); REVIEWED AND REVISED LAW DEBENTURE OBJECTION (2.6).
		43.70	
GIBSON ML	02/15/06	2.00	TELECONFERENCES RE: CONFIDENTIALITY AGREEMENT AND REVIEWED AND COMMENTED ON SAME, NEGOTIATED AND FINALIZED (2.0).
		2.00	
GUZZARDO J	02/01/06	9.80	EQUITY COMMITTEE LITIGATION DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION (9.8).
GUZZARDO J	02/02/06	7.10	CONTINUED EQUITY COMMITTEE DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION (7.1).
GUZZARDO J	02/03/06	2.50	EQUITY COMMITTEE DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION (2.5).
GUZZARDO J	02/06/06	0.90	DOCUMENT REVIEW AND ADMINISTRATION FOR EQUITY COMMITTEE MOTION (.9).
GUZZARDO J	02/07/06	7.70	CONTINUED DOCUMENT REVIEW AND ADMINISTRATION FOR EQUITY COMMITTEE MOTION (7.7).
GUZZARDO J	02/08/06	3.80	CONTINUED DOCUMENT REVIEW AND ADMINISTRATION FOR EQUITY COMMITTEE LITIGATION (3.8).
GUZZARDO J	02/09/06	6.10	DOCUMENT REVIEW AND ADMINISTRATION OF DISCOVERY MATTERS FOR EQUITY COMMITTEE MOTION (6.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GUZZARDO J	02/10/06	1.20	DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION RE: EQUITY COMMITTEE MOTION (1.2).
GUZZARDO J	02/13/06	2.80	DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION (2.8).
GUZZARDO J	02/14/06	3.40	DOCUMENT REVIEW AND ADMINISTRATION OF DISCOVERY FOR EQUITY COMMITTEE MOTION AND PRODUCTION OF DOCUMENTS TO APPALOOSA LLP RE: SAME (3.4).
GUZZARDO J	02/15/06	3.10	DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION DISCOVERY REQUESTS (3.1).
GUZZARDO J	02/16/06	2.20	EQUITY COMMITTEE MOTION DISCOVERY ADMINISTRATION AND DOCUMENT REVIEW (2.2).
GUZZARDO J	02/17/06	5.90	DOCUMENT REVIEW, ADMINISTRATION, AND PRODUCTION OF DOCUMENTS FOR EQUITY COMMITTEE MOTION (5.9).
GUZZARDO J	02/18/06	1.10	CONTINUED DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION (1.1).
GUZZARDO J	02/20/06	5.20	DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION (5.2).
GUZZARDO J	02/21/06	2.30	CONTINUED DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION RELATING TO EQUITY COMMITTEE MOTION (2.3).
GUZZARDO J	02/22/06	8.30	FURTHER REVIEW OF DOCUMENTS AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION, INCLUDING PREPARING FOR WITNESS DEPOSITIONS (8.3).
GUZZARDO J	02/23/06	5.50	CONTINUED DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION (5.5).
GUZZARDO J	02/24/06	6.70	FURTHER DOCUMENT REVIEW AND DISCOVERY ADMINISTRATION FOR EQUITY COMMITTEE MOTION (3.8); REVIEW OF MEMORANDUM IN OPPOSITION TO LAW DEBENTURE MOTION (2.9).
GUZZARDO J	02/25/06	0.50	DOCUMENT REVIEW AND ADMINISTRATION OF EQUITY COMMITTEE MOTION DISCOVERY (0.5).
GUZZARDO J	02/27/06	4.80	FURTHER DOCUMENT REVIEW AND ADMINISTRATION OF EQUITY COMMITTEE DISCOVERY MATTERS (4.8).
GUZZARDO J	02/28/06	5.80	DOCUMENT REVIEW AND ADMINISTRATION OF EQUITY COMMITTEE DISCOVERY (0.7); LEGAL RESEARCH RE: DIVIDEND DECLARATION (5.1).

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96.70

HERRIOTT AV	02/01/06	7.50	FINAL REVIEW AND REVISIONS TO FOURTH UNSECURED CREDITORS' COMMITTEE PRESENTATION (3.6); CONTINUE REVIEW AND REVISIONS TO 341 MEETING PRESENTATION (2.2); CONTINUE REVIEW AND FOLLOW UP FOR APPALOOSA DISCOVERY REQUEST (1.4); CONFERENCE WITH K. BAMBACH AND R. VAN LEUVEN RE: SAME (0.1); CONFERENCE WITH J. WHITSON AND B. EICHENLAUB RE: SAME (0.2).
HERRIOTT AV	02/02/06	3.70	PREPARE FOR (0.6) AND ATTEND A PORTION (1.6) OF FOURTH UCC MEETING; FINALIZE REVIEW AND REVISIONS TO 341 MEETING PRESENTATION (1.0); CONTINUE REVIEW OF MATERIALS FOR APPALOOSA DOCUMENT PRODUCTION (0.4); RESPOND TO QUESTION FROM UCC (0.1).
HERRIOTT AV	02/03/06	3.90	PREPARE FOR (3.4) AND ATTEND (0.5) MEETING OF CREDITORS.
HERRIOTT AV	02/07/06	1.30	RESPOND TO QUESTION RE: 341 MEETING (0.4); FOLLOW UP RE: 4TH UCC MEETING (0.1); CONTINUE REVIEW OF MATERIALS FOR APPALOOSA DOCUMENT PRODUCTION (0.8).
HERRIOTT AV	02/08/06	5.00	BEGIN DRAFTING FIFTH UCC PRESENTATION (4.6); CONTINUE DOCUMENT PRODUCTION REVIEW FOR APPALOOSA MOTION (0.4).
HERRIOTT AV	02/09/06	1.40	CONTINUE DRAFTING FIFTH CREDITORS' COMMITTEE PRESENTATION (0.9); CONTINUE REVIEWING DOCUMENTS TO BE PRODUCED TO APPALOOSA (0.5).
HERRIOTT AV	02/10/06	3.20	CONTINUE DRAFTING PRESENTATION FOR FIFTH UNSECURED CREDITORS' COMMITTEE MEETING (3.2).
HERRIOTT AV	02/13/06	7.20	REVIEW AND REVISE FIFTH UNSECURED CREDITORS COMMITTEE PRESENTATION (6.8); CONFERENCE WITH J. GUGLIELMO RE: SAME (0.2); EVALUATE ISSUE FOR APPALOOSA PRODUCTION (0.2).
HERRIOTT AV	02/14/06	4.20	CONTINUE TO REVIEW AND REVISE 5TH UCC PRESENTATION (1.8); RESPOND TO APPALOOSA DISCOVERY ISSUE (0.1); BEGIN DRAFTING PRESENTATION FOR MEETING WITH LAW DEBENTURE (2.3).
HERRIOTT AV	02/15/06	5.50	CONTINUE TO REVIEW AND REVISE 5TH CREDITORS' COMMITTEE PRESENTATION AND PREPARE PRESENTATION (5.1); FINALIZE PRESENTATION FOR LAW DEBENTURE MEETING (0.4); ANSWER QUESTION RE: APPALOOSA PRODUCTION (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	02/16/06	3.80	COMPLETE PREPARATIONS FOR (1.4) AND ATTEND (2.3) FIFTH UNSECURED CREDITORS' COMMITTEE MEETING; BEGIN PREPARATIONS FOR 6TH UCC MEETING (0.1).
HERRIOTT AV	02/17/06	0.10	CONDUCT FOLLOW UP FROM 2/16 UCC MEETING (0.1).
HERRIOTT AV	02/20/06	1.00	BEGIN DRAFTING 6TH UCC PRESENTATION (1.0).
HERRIOTT AV	02/21/06	0.10	DRAFT PORTION OF 6TH UCC PRESENTATION (0.1).
HERRIOTT AV	02/22/06	0.80	CONTINUE TO DRAFT 6TH UCC PRESENTATION (0.6); CONFERENCE WITH B. EICHENLAUB RE: SAME (0.2).
HERRIOTT AV	02/23/06	4.50	CONTINUE DRAFTING SIXTH UNSECURED CREDITORS' COMMITTEE PRESENTATION (4.3); CONFERENCE WITH B. EICHENLAUB (0.1) AND L. AGASSE (0.1) RE: SAME.
HERRIOTT AV	02/24/06	7.60	CONTINUE DRAFTING, REVIEWING AND REVISING 6TH UCC PRESENTATION AND CIRCULATE FOR COMMENTS (7.6).
HERRIOTT AV	02/25/06	0.30	REVISE SIXTH UCC PRESENTATION (0.3).
HERRIOTT AV	02/26/06	3.90	CONTINUE REVIEWING AND REVISING DRAFT OF SIXTH UNSECURED CREDITORS COMMITTEE PRESENTATION (3.9).
HERRIOTT AV	02/27/06	6.50	REVIEW AND REVISE SIXTH UNSECURED CREDITORS' COMMITTEE PRESENTATION (6.3); TELECONFERENCE WITH B. EICHENLAUB RE: SAME (0.2).
HERRIOTT AV	02/28/06	2.40	FINALIZE PRESENTATION FOR SIXTH CREDITORS' COMMITTEE MEETING (2.4).
		73.90	
MACDONALD N	02/14/06	6.30	REVIEW MATTERS RELATED TO APPALOOSA DOCUMENT PRODUCTION (6.3).
MACDONALD N	02/15/06	2.20	CONTINUE REVIEW OF DOCUMENTS RELATED TO PENDING APPALOOSA DISCOVERY REQUESTS (2.2).
MACDONALD N	02/16/06	10.30	CONTINUE REVIEW OF DOCUMENTS RELATED TO PENDING APPALOOSA DISCOVERY REQUESTS (10.1); TELECONFERENCE WITH OPPOSING COUNSEL ABOUT MATTERS RELATED TO STATUS OF DOCUMENT PRODUCTION (0.2).
MACDONALD N	02/17/06	4.00	DRAFT RESPONSE TO MOTION TO COMPEL DISCOVERY RESPONSES IN APPALOOSA MATTER (1.7); REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	02/20/06	1.10	TELECONFERENCE WITH CO-COUNSEL TO DISCUSS PRE-HEARING MATTERS RELATED TO EQUITY COMMITTEE (1.1).
MACDONALD N	02/22/06	12.40	REVIEW FIRST PART OF APPALOOSA DOCUMENT PRODUCTION AND RESPONSES AND OBJECTIONS TO THE DEBTORS INTERROGATORIES (1.2); CONTINUE REVIEW AND ORGANIZATION OF DOCUMENTS PRODUCED BY DEBTORS IN PREPARATION FOR DEPOSITIONS (9.1); LEGAL RESEARCH ON INTERLOCUTORY APPEALS FROM BANKRUPTCY COURTS' DECISIONS (2.1).
MACDONALD N	02/23/06	5.80	REVIEW APPALOOSA NEWLY-PRODUCED DOCUMENTS (0.5); REVIEW PLEADINGS FILED BY LAW DEBENTURE FOR INTERLOCUTORY APPEAL (2.8); CONFER WITH CO-COUNSEL ABOUT MATTERS RELATED TO LAW DEBENTURE'S MOTION FOR INTERLOCUTORY APPEAL (0.6); TELECONFERENCE WITH CLIENT ABOUT CURRENT CASE STATUS AND MATTERS RELATED THERETO (0.9); TELECONFERENCE WITH COUNSEL RE: MATTERS RELATED TO LAW DEBENTURE'S MOTION FOR INTERLOCUTORY APPEAL AND DISCUSSIONS ABOUT MATTERS RELATED TO SAME (0.6); DRAFT LETTER TO OPPOSING COUNSEL RE: SAME (0.4).
MACDONALD N	02/24/06	10.70	CONTINUE REVIEW OF LAW DEBENTURE INTERLOCUTORY APPEAL PLEADINGS, RESPONSE IN OPPOSITION TO SAME (0.7); CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS, AND PREPARE DEPOSITION PREPARATION MATERIALS RELATED TO SAME (6.7); REVIEW APPALOOSA DOCUMENT PRODUCTION SUMMARIES AND TRANSMITTAL LETTERS RELATED TO SAME, AND BEGIN DRAFT OF LETTER RESPONSE TO SAME (3.3).
MACDONALD N	02/25/06	6.40	CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS AND PREPARE DEPOSITION PREPARATION MATERIALS RELATED TO SAME (6.4).
MACDONALD N	02/26/06	7.10	CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS AND PREPARE DEPOSITION PREPARATION MATERIALS RELATED TO SAME (7.1).
MACDONALD N	02/27/06	12.10	CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS AND PREPARE DEPOSITION PREPARATION MATERIALS RELATED TO SAME (9.4); BEGIN DRAFTS OF RESPONSES TO APPALOOSA'S DISCOVERY RESPONSE LETTERS (2.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	02/28/06	8.20	TELECONFERENCE WITH OPPOSING COUNSEL RE: DISCOVERY DISPUTE AND DRAFT MEMO RE: SAME (0.2); BEGIN DRAFT OF J. SHEEHAN DECLARATION (1.3); REVIEW OPPOSITION TO MOTION FOR EQUITY COMMITTEE AND CONDUCT LEGAL RESEARCH RELATED TO SAME (5.5); CONTINUE DOCUMENT REVIEW AND PREPARATION OF WITNESS MATERIALS IN CONNECTION WITH PENDING MOTION FOR APPOINTMENT OF EQUITY COMMITTEE (1.2).
		86.60	
MEISLER RE	02/01/06	9.20	CONTINUED ATTENTION TO DOCUMENT PRODUCTION RE: APPALOOSA (4.6); CONFERENCE WITH A. SEGUIN RE: SAME (0.1); REVIEW 341 MATERIALS (0.4); REVIEWED AND WORKED ON FINALIZING PRESENTATION TO UCC (1.1); ATTENDED COMMITTEE DINNER (3.0).
MEISLER RE	02/02/06	6.30	PREPARED FOR UCC MEETING (1.9); ATTENDED SAME (2.7); FOLLOW-UP MEETINGS (1.3); ASSISTED WITH PREPARATIONS FOR 341 MEETING (0.4).
MEISLER RE	02/03/06	1.40	CONTINUED WORKING ON APPALOOSA DOCUMENT PRODUCTION (0.7); CONTINUED ASSISTING WITH 341 PREPARATIONS (0.7).
MEISLER RE	02/07/06	2.70	REVIEWED CERTAIN DOCUMENTS TO BE PRODUCED RE: APPALOOSA (2.7).
MEISLER RE	02/08/06	1.10	BEGAN WORKING ON UCC BOOK FOR 2/16 MEETING (0.6); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.2); CONTINUED TO WORK ON APPALOOSA DOCUMENT REQUEST (0.3).
MEISLER RE	02/09/06	1.30	CONTINUED WORKING ON APPALOOSA DOCUMENT PRODUCTION (1.3).
MEISLER RE	02/10/06	1.20	REVIEW AND COMMENT ON DRAFT UCC PRESENTATION (1.2).
MEISLER RE	02/13/06	7.30	REVIEWED AND REVISED UCC PRESENTATION (5.9); TELECONFERENCE WITH K. CRAFT RE: SAME (0.5); CONTINUED TO WORK ON APPALOOSA DOCUMENT PRODUCTION (0.2); TELECONFERENCE WITH N. TORRACCO AND S. TOUSSI RE: SAME (0.1); BEGAN PREPARATIONS FOR LAW DEBENTURE MEETING (0.4); TELECONFERENCE WITH R. EISENBERG RE: UCC PRESENTATION (0.2).
MEISLER RE	02/14/06	1.80	REVIEW AND COMMENT ON PRESENTATION TO LAW DEBENTURE (0.4); CONTINUED TO WORK ON APPALOOSA DOCUMENT PRODUCTION (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/15/06	6.10	CONTINUED ATTENTION TO UCC PRESENTATION (1.3); PREPARE FOR UCC MEETING, INCLUDING CONFERENCES WITH COMPANY (2.3); REVISED CONFIDENTIALITY AGREEMENT RE: LAW DEBENTURE (0.4); TELECONFERENCES WITH R. STARK RE: SAME (0.1, 0.1); CONTINUED ATTENTION TO LAW DEBENTURE PRESENTATION (0.6); CONTINUED WORKING ON DOCUMENT PRODUCTION RE: APPALOOSA (1.3).
MEISLER RE	02/16/06	6.10	PREPARE FOR UCC MEETING (0.5); ATTEND SAME (2.3); ATTENTION TO FOLLOW-UP MATTERS (0.7); CONTINUED REVIEW OF APPALOOSA DOCUMENTS (1.6); CONFERENCE WITH S. CORCORAN RE: SAME (1.0).
MEISLER RE	02/17/06	2.60	CONTINUED TO REVIEW DOCUMENTS FOR APPALOOSA DOCUMENT PRODUCTION (1.5); CONFERENCE WITH J. SHEEHAN AND L. MARION RE: SAME (0.7); REVIEW AND RESPOND TO CORRESPONDENCE RE: SAME (0.4).
MEISLER RE	02/18/06	0.70	ATTENTION TO APPALOOSA DOCUMENT REQUEST AND RELATED CORRESPONDENCE (0.7).
MEISLER RE	02/19/06	0.30	ATTENTION TO APPALOOSA MATTERS (0.3).
MEISLER RE	02/20/06	2.90	WORKED ON APPALOOSA MATTERS (2.1); TELECONFERENCE WITH D. SPRINGER RE: SAME (0.1); DRAFTED CORRESPONDENCE TO S. CORCORAN RE: DOCUMENT PRODUCTION (0.5); TELECONFERENCE WITH B. SHAW RE: UPCOMING UCC MEETING (0.2).
MEISLER RE	02/21/06	0.10	TELECONFERENCE WITH N. MACDONALD RE: APPALOOSA DOCUMENT REQUEST (0.1).
MEISLER RE	02/22/06	1.70	CONTINUED WORKING ON APPALOOSA MATTERS (1.2); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.2); ATTENTION TO LAW DEBENTURE APPEAL (0.3).
MEISLER RE	02/23/06	3.40	CONTINUED WORKING ON APPALOOSA MATTERS (1.6); CONFERENCE WITH N. MACDONALD RE: SAME (0.2); BEGIN TO REVIEW PRESENTATION FOR MARCH 1ST UCC MEETING (1.6).
MEISLER RE	02/24/06	3.00	CONTINUE TO REVIEW PRESENTATION FOR MARCH 1ST UCC MEETING (2.9); TELECONFERENCE WITH H. BAER RE: UCC DOCUMENT REQUEST (0.1).
MEISLER RE	02/25/06	3.00	CONTINUED TO WORK ON APPALOOSA MATTERS (0.2); CONTINUED TO REVIEW AND COMMENT ON SLIDES RE: MARCH 1ST UCC PRESENTATION (2.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/26/06	1.50	REVIEW AND COMMENT ON MARCH 1ST UCC PRESENTATION (0.3); TELECONFERENCE WITH K. CRAFT RE: SAME (0.4); REVISED PRESENTATION RE: SAME (0.3); DRAFTED RIDER RE: APPALOOSA CORRESPONDENCE (0.5).
MEISLER RE	02/27/06	2.40	REVIEW AND COMMENT ON MARCH 1ST UCC PRESENTATION (1.2); CONTINUED WORKING ON APPALOOSA MATTERS (1.2).
MEISLER RE	02/28/06	3.50	REVIEW J. SHEEHAN DECLARATION RE: APPALOOSA (0.3); REVIEW RESPONSE TO GM MOTION RE: APPOINTMENT TO UCC (0.2); ATTEND UCC DINNER (3.0).
		69.60	
REESE RG	02/01/06	3.90	PARTICIPATE IN MEETING RE: PREPARATIONS FOR 341 MEETING (3.2); REVISE FORM 8-K RE: SAME (0.7).
REESE RG	02/02/06	0.30	MEETING WITH B. DELLINGER RE: 341 MEETING (0.3).
REESE RG	02/03/06	3.00	MEETING RE: FINAL PREPARATIONS FOR 341 MEETING (2.1); ATTEND 341 MEETING (0.9).
		7.20	
STUART NL	02/20/06	1.70	REVIEW LAW DEBENTURE APPEAL (1.1); BEGIN DRAFTING STATEMENT IN RESPONSE TO GM'S COMMITTEE REQUEST (0.6).
STUART NL	02/21/06	4.60	RESEARCH CASE LAW RE: APPOINTMENT OF COMMITTEE MEMBERS (3.7); CONTINUE DRAFTING STATEMENT IN RESPONSE TO GM MOTION (0.9).
STUART NL	02/22/06	3.80	RESEARCH RE: ARBITRARY AND CAPRICIOUS STANDARD OF REVIEW WITH REGARD TO UST APPOINTMENT OF UCC (2.1); CONTINUE DRAFT STATEMENT IN RESPONSE TO GM MOTION (1.7).
STUART NL	02/23/06	3.10	REVISE STATEMENT IN RESPONSE TO GM MOTION (3.1).
STUART NL	02/24/06	0.90	REVISE STATEMENT RE: GM APPOINTMENT TO UCC (0.9).
STUART NL	02/28/06	1.20	REVISE STATEMENT IN RESPONSE TO GM MOTION (1.2).
		15.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/01/06	2.60	ADDRESS OUTSTANDING DISCOVERY ISSUES RE: APPALOOSA'S MOTION TO APPOINT AN EQUITY COMMITTEE (1.0); FOLLOWUP WITH ROTHSCHILD RE: PRODUCING PRESENTATIONS RE SCENARIO C DOCUMENTS (0.6); REVIEW POTENTIALLY RESPONSIVE DOCUMENTS (1.0).
TOUSSI S	02/02/06	1.20	ADDRESS ISSUES RE: CREDITORS COMMITTEE MEETING, INCLUDING ISSUES RELATED TO SCHEDULES AND STATEMENTS (1.2).
TOUSSI S	02/03/06	1.30	ADDRESS ISSUES RE: DOCUMENT PRODUCTION IN CONNECTION WITH MOTION TO APPOINT EQUITY COMMITTEE (0.8); ADDRESS ISSUES RE: HOPELESSLY INSOLVENT STANDARD (0.5).
TOUSSI S	02/06/06	1.00	REVIEW LORAL DOCKET RE: EQUITY COMMITTEE MOTIONS/ORDERS IN CONNECTION WITH UPDATED RESPONSE TO APPALOOSA'S MOTION TO APPOINT EQUITY COMMITTEE (1.0).
TOUSSI S	02/13/06	2.90	ADDRESS DISCOVERY ISSUES RE: APPALOOSA'S MOTION TO APPOINT AN EQUITY COMMITTEE AND ANALYZE POTENTIALLY RESPONSIVE DOCUMENTS RE: SAME (1.5); REVIEW PLEADINGS IN LORAL RE: VARIOUS APPLICATIONS FOR EQUITY COMMITTEE (1.0); VARIOUS CORRESPONDENCE RE: STATUS OF MATTER (0.4).
TOUSSI S	02/14/06	2.80	REVIEW PROPOSED DOCUMENTS TO BE PRODUCED TO APPALOOSA IN CONNECTION WITH DISCOVERY PROTOCOL (2.0); VARIOUS CORRESPONDENCE AND DISCUSSIONS RE: DETERMINING RELEVANT PAGES AND PAGES TO BE REDACTED WITH APPALOOSA LITIGATION TEAM (0.8).
TOUSSI S	02/15/06	0.60	ADDRESS ISSUES RE: PRODUCTION OF DOCUMENTS FOR EQUITY COMMITTEE MOTION BY APPALOOSA (0.6).
TOUSSI S	02/16/06	1.90	ADDRESS AND RESOLVE ISSUES RE: APPALOOSA DISCOVERY REQUESTS AND MOTION FOR EQUITY COMMITTEE (1.3); TELECONFERENCE RE: DOCUMENTS TO BE PRODUCED (0.6).
TOUSSI S	02/17/06	1.00	ADDRESS ISSUES RE: CORRESPONDENCE AND DISCOVERY FOR APPALOOSA MOTION TO APPOINT EQUITY COMMITTEE (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/19/06	3.30	REVIEW CORRESPONDENCE RE: APPALOOSA REQUEST TO APPOINT AN EQUITY COMMITTEE (0.8); REVIEW DISCOVERY DOCUMENTS (0.3); REVIEW DRAFT OF MOTION AND EDIT AND REVISE SAME (1.2); REVIEW FORM 8-KS AND PRESENTATION MATERIALS RE: HOPELESSLY INSOLVENT STANDARD (1.0).
TOUSSI S	02/20/06	2.50	TELECONFERENCE RE: APPALOOSA MOTION (0.8), PREPARE FOR (0.4) AND FOLLOWUP ISSUES RE: SAME (0.6); REVIEW CORRESPONDENCE RE: FILED MOTIONS (0.7).
TOUSSI S	02/21/06	2.50	RESEARCH ISSUES RE: APPALOOSA SETOFF MOTION (0.8); REVIEW HEARING TRANSCRIPTS, BOARD PACKAGES AND BOARD MINUTES IN CONNECTION WITH SAME (0.7); EDIT AND REVISE OBJECTION (1.0).
TOUSSI S	02/22/06	6.10	REVIEW AND ANALYZE APPALOOSA DISCOVERY RESPONSES (1.1); ADDRESS DISCOVERY RELATED ISSUES (0.6); REVIEW RESPONSES BY US TRUSTEE AND GM (0.6); REVIEW LORAL DOCKET RE: MOTIONS/ORDER RE: VARIOUS EQUITY COMMITTEE APPLICATIONS (1.5); EDIT AND REVISE OBJECTION TO APPALOOSA'S REQUEST FOR AN EQUITY COMMITTEE (2.3).
TOUSSI S	02/23/06	5.40	REVIEW AND ANALYZE APPALOOSA DISCOVERY RESPONSES IN INTERROGS AND DOCUMENT PRODUCTION (3.2); VARIOUS CORRESPONDENCE AND TELECONFERENCE WITH ROTHSCHILD RE: SUPPORTING DOCUMENTS AND FINANCIAL INFORMATION RE: HOPELESSLY INSOLVENT TEST (1.2); EDIT AND REVISE OBJECTION BASED ON INFORMATION FROM APPALOOSA AND ROTHSCHILD (1.0).
TOUSSI S	02/24/06	2.20	EDIT AND REVISE VARIOUS SECTIONS OF UCC PRESENTATION (2.2).
TOUSSI S	02/26/06	3.50	EDIT AND REVISE APPALOOSA OBJECTION (2.2); ADDRESS DISCOVERY ISSUES (0.5); REVIEW BOARD MINUTES AND MONTHLY OPERATING REPORTS (0.4); REVIEW CASELAW CITED IN BRIEF (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/27/06	5.50	ADDRESS AND INCORPORATE VARIOUS COMMENTS TO OBJECTION TO APPALOOSA MOTION TO APPOINT EQUITY COMMITTEE (1.5); REVIEW DISCOVERY RELATED ISSUES (0.7); REVIEW AND ANALYZE DISCOVERY DOCUMENTS, BOARD MINUTES AND RELATED DOCUMENTS PRODUCED TO APPALOOSA IN CONNECTION WITH BRIEF (2.5); ADDRESS ISSUES WITH FINANCIAL ADVISORS RE: WHETHER DEBTORS ARE HOPELESSLY INSOLVENT (0.8).
TOUSSI S	02/28/06	4.10	REVIEW SHEEHAN DECLARATION AND COMMENT ON SAME (0.6); REVIEW AND EDIT APPALOOSA OBJECTION (0.8); RESEARCH ISSUES RE: SAME (0.4); TELECONFERENCE WITH FINANCIAL ADVISORS TO DISCUSS MOTION, FOLLOWUP AND INCORPORATE CHANGES TO FINANCIAL DISCLOSURE IN OBJECTION (1.4); ADDRESS DISCOVERY ISSUES RE: OBJECTION (0.9).
		50.40	
ZALTZMAN H	02/23/06	1.60	RESEARCH STANDARDS FOR INTERLOCUTORY APPEALS (1.6).
		1.60	
Total Associate		450.90	
DEMMA J	02/23/06	2.60	ORGANIZE/INDEX APPALOOSA MANAGEMENT DOCUMENT PRODUCTION MATERIALS (2.6).
DEMMA J	02/24/06	0.60	UPDATE DOCUMENT PRODUCTION FILES (0.6).
DEMMA J	02/27/06	0.60	PREPARE MATERIALS RE: APPALOOSA DOCUMENT PRODUCTION (0.6).
DEMMA J	02/28/06	0.80	UPDATE APPALOOSA DOCUMENT PRODUCTION MATERIALS (0.8).
		4.60	
JACOBSON SJ	02/27/06	10.60	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (10.6).
JACOBSON SJ	02/28/06	13.30	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (13.3).
		23.90	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KLIMEK MV	02/02/06	3.20	REDACT AND PREPARE COPIES FOR BATES-LABELING AND PRODUCTION (3.2).
KLIMEK MV	02/03/06	2.60	CONTINUE TO REDACT AND PREPARE DOCUMENTS FOR PRODUCTION (2.6).
KLIMEK MV	02/06/06	1.10	COMPILE BATES-LABELED DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) HEARING (1.1).
KLIMEK MV	02/08/06	3.30	CONTINUE TO PREPARE AND REDACT DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) HEARING (3.3).
KLIMEK MV	02/09/06	6.20	CONTINUE TO PREPARE AND REDACT DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) (6.2).
KLIMEK MV	02/10/06	4.30	CONTINUE TO PREPARE AND REDACT DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) (4.3).
KLIMEK MV	02/11/06	2.10	CONTINUE TO PREPARE AND REDACT DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) (2.1).
KLIMEK MV	02/13/06	2.10	CONTINUE TO PREPARE AND REDACT DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) (2.1).
KLIMEK MV	02/14/06	3.60	CONTINUE TO PREPARE AND REDACT DOCUMENTS PURSUANT TO DOCUMENT PRODUCTION IN RESPONSE TO DISCOVERY REQUESTS FOR EQUITY COMMITTEE (APPALOOSA LLC) (3.6).
KLIMEK MV	02/21/06	3.20	COMPILE SUBSET OF PRODUCTION DOCUMENTS FOR NY ATTORNEYS (3.2).
KLIMEK MV	02/22/06	2.80	ORGANIZE AND INDEX BOXES OF PRODUCTION DOCUMENTS (2.8).

34.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAND J	02/01/06	3.20	PREPARE TRIAL EXHIBITS FOR KECP HEARING (3.2).
SALAND J	02/02/06	3.90	PREPARE TRIAL EXHIBITS FOR KECP HEARING (3.9).
SALAND J	02/03/06	1.20	PREPARE TRIAL EXHIBITS FOR KECP HEARING (1.2).
SALAND J	02/06/06	8.10	ATTEND DEPOSITION OF H. REICHARD, WITNESS FOR THE FUE-CWA (8.1).
		16.40	

ZSOLDOS AF	02/01/06	4.10	PREPARE FOR CREDITORS COMMITTEE AND 341 MEETING (4.1).
ZSOLDOS AF	02/02/06	2.90	COORDINATE PRODUCTION OF 341 MEETING PRESENTATION (0.8); CREDITOR COMMITTEE MEETING PREPARATION (2.1).
ZSOLDOS AF	02/03/06	3.70	COORDINATE NEEDS FOR 341 MEETING (0.3); SET UP FOR, ATTEND AND ORGANIZE MATERIALS AFTER MEETING (3.4).
ZSOLDOS AF	02/06/06	3.70	REQUEST TRANSCRIPT FOR 341 MEETING (0.9); DISTRIBUTE 341 MEETING PRESENTATION AND UNSECURED CREDITORS COMMITTEE MEETING PRESENTATIONS (2.8).
ZSOLDOS AF	02/09/06	1.60	UPDATE STATUS CHART OF PROFESSIONAL FEES FOR UPCOMING CREDITORS COMMITTEE MEETING (1.6).
ZSOLDOS AF	02/15/06	2.80	COORDINATE LAW DEBENTURE PRESENTATION (0.4); COORDINATE UCC PRESENTATION (0.5); OTHER PREPARATION FOR UCC MEETING (1.9).
ZSOLDOS AF	02/16/06	3.50	PREPARE FOR AND ASSIST IN UCC MEETING, (2.4); UPDATE FEE CHART TO BE USED IN UCC PRESENTATIONS (1.1).
ZSOLDOS AF	02/21/06	1.10	DISTRIBUTE CREDITOR COMMITTEE PRESENTATIONS (1.1).
ZSOLDOS AF	02/27/06	2.20	COORDINATE PRODUCTION DRAFT OF UCC PRESENTATION FOR REVIEW (2.2).
ZSOLDOS AF	02/28/06	3.40	PREPARE FOR CREDITORS COMMITTEE MEETING, (2.8); COORDINATE PRESENTATIONS (0.6).
		29.00	
Total Legal Assistant		108.40	
TOTAL TIME		<u>689.10</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/01/06	Herriott AV	811.81
Air/Rail Travel - vendor feed	02/01/06	Meisler RE	811.81
Air/Rail Travel - vendor feed	02/03/06	Meisler RE	386.67
Air/Rail Travel - vendor feed	02/13/06	MacDonald N	533.05
Air/Rail Travel - vendor feed	02/15/06	Herriott AV	811.81
Air/Rail Travel - vendor feed	02/15/06	Meisler RE	925.28
Air/Rail Travel - vendor feed	02/15/06	Herriott AV	384.15
Air/Rail Travel - vendor feed	02/15/06	Meisler RE	384.15
Air/Rail Travel - vendor feed	02/16/06	Meisler RE	627.80
Air/Rail Travel - vendor feed	02/17/06	Meisler RE	468.30
Air/Rail Travel - vendor feed	02/17/06	Meisler RE	305.08
Air/Rail Travel - vendor feed	02/28/06	Herriott AV	811.81
Air/Rail Travel - vendor feed	02/28/06	Meisler RE	1,301.07
Air/Rail Travel - vendor feed	02/28/06	Meisler RE	-375.79
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$8,187.00
In-house Reproduction	02/03/06	Copy Center, D	67.90
In-house Reproduction	02/03/06	Copy Center, D	26.50
In-house Reproduction	02/07/06	Copy Center, D	28.20
In-house Reproduction	02/10/06	Copy Center, D	1.59
In-house Reproduction	02/14/06	Copy Center, D	0.10
In-house Reproduction	02/14/06	Copy Center, D	351.09
In-house Reproduction	02/17/06	Copy Center, D	70.30
In-house Reproduction	02/17/06	Copy Center, D	202.39

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/17/06	Copy Center, D	6.50
In-house Reproduction	02/17/06	Copy Center, D	735.57
In-house Reproduction	02/17/06	Copy Center, D	16.80
In-house Reproduction	02/21/06	Copy Center, D	39.30
In-house Reproduction	02/24/06	Copy Center, D	382.88
In-house Reproduction	02/24/06	Copy Center, D	2,272.81
In-house Reproduction	02/28/06	Copy Center, D	860.07
		TOTAL IN-HOUSE REPRODUCTION	\$5,062.00
Telephone Expense	02/24/06	Telecommunications, D	2.67
Telephone Expense	02/24/06	Telecommunications, D	2.96
Telephone Expense	02/24/06	Telecommunications, D	0.04
Telephone Expense	02/24/06	Telecommunications, D	22.22
Telephone Expense	02/24/06	Telecommunications, D	23.65
Telephone Expense	02/24/06	Telecommunications, D	0.46
		TOTAL TELEPHONE EXPENSE	\$52.00
Non-standard/Outside Reproduction	02/14/06	Landmark Document Services	781.78
Non-standard/Outside Reproduction	02/17/06	Landmark Document Services	592.22
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$1,374.00
Lexis/Nexis	02/09/06	Fern BM	245.87
Lexis/Nexis	02/15/06	Springer DE	281.44
Lexis/Nexis	02/22/06	Fern BM	133.58
Lexis/Nexis	02/23/06	Fern BM	24.05
Lexis/Nexis	02/23/06	Zaltzman H	807.17
Lexis/Nexis	02/23/06	Springer DE	10.02
Lexis/Nexis	02/25/06	Springer DE	1,140.46
Lexis/Nexis	02/26/06	Fern BM	42.14
Lexis/Nexis	02/27/06	Fern BM	125.62
Lexis/Nexis	02/28/06	Fern BM	55.65
		TOTAL LEXIS/NEXIS	\$2,866.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	02/15/06	Fern BM	189.25
Westlaw	02/16/06	Rohner WM	32.84
Westlaw	02/16/06	Fern BM	41.38
Westlaw	02/20/06	Stuart NL	12.61
Westlaw	02/21/06	Stuart NL	139.88
Westlaw	02/21/06	MacDonald N	67.99
Westlaw	02/22/06	Stuart NL	147.16
Westlaw	02/22/06	Fern BM	457.46
Westlaw	02/23/06	Fern BM	69.06
Westlaw	02/25/06	MacDonald N	12.61
Westlaw	02/26/06	MacDonald N	247.46
Westlaw	02/27/06	Fern BM	25.38
Westlaw	02/28/06	MacDonald N	63.90
Westlaw	02/28/06	Guzzardo J	370.02
		TOTAL WESTLAW	\$1,877.00
Reproduction - color	02/01/06	Copy Center, D	7,205.00
Reproduction - color	02/02/06	Copy Center, D	219.00
Reproduction - color	02/02/06	Copy Center, D	3,495.50
Reproduction - color	02/10/06	Copy Center, D	45.00
Reproduction - color	02/15/06	Copy Center, D	53.50
Reproduction - color	02/15/06	Copy Center, D	28.50
Reproduction - color	02/15/06	Copy Center, D	1,165.00
Reproduction - color	02/16/06	Copy Center, D	427.50
Reproduction - color	02/16/06	Copy Center, D	427.50
Reproduction - color	02/17/06	Copy Center, D	430.00
Reproduction - color	02/24/06	Copy Center, D	72.50
Reproduction - color	02/28/06	Copy Center, D	6,240.00
		TOTAL REPRODUCTION - COLOR	\$19,809.00
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	9.57
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	8.43
		TOTAL VENDOR HOSTED TELECONFERENCING	\$18.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel (external)	02/01/06	Butler, Jr. J	171.45
Air/Rail Travel (external)	02/15/06	Butler, Jr. J	200.93
Air/Rail Travel (external)	02/28/06	Butler, Jr. J	385.62
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$758.00
Out-of-Town Travel	02/01/06	Butler, Jr. J	159.99
Out-of-Town Travel	02/01/06	Herriott AV	40.00
Out-of-Town Travel	02/01/06	Butler, Jr. J	26.00
Out-of-Town Travel	02/01/06	Butler, Jr. J	712.47
Out-of-Town Travel	02/01/06	Butler, Jr. J	39.00
Out-of-Town Travel	02/03/06	Herriott AV	752.97
Out-of-Town Travel	02/03/06	Herriott AV	35.00
Out-of-Town Travel	02/03/06	Meisler RE	594.26
Out-of-Town Travel	02/03/06	Meisler RE	40.00
Out-of-Town Travel	02/10/06	Springer DE	1,210.98
Out-of-Town Travel	02/11/06	MacDonald N	12.00
Out-of-Town Travel	02/12/06	MacDonald N	15.00
Out-of-Town Travel	02/12/06	MacDonald N	15.00
Out-of-Town Travel	02/13/06	MacDonald N	15.00
Out-of-Town Travel	02/13/06	MacDonald N	18.00
Out-of-Town Travel	02/13/06	MacDonald N	4,027.71
Out-of-Town Travel	02/13/06	MacDonald N	30.00
Out-of-Town Travel	02/13/06	MacDonald N	35.00
Out-of-Town Travel	02/13/06	MacDonald N	23.30
Out-of-Town Travel	02/15/06	Butler, Jr. J	6.00
Out-of-Town Travel	02/15/06	Butler, Jr. J	194.21
Out-of-Town Travel	02/15/06	Butler, Jr. J	5.49
Out-of-Town Travel	02/15/06	Herriott AV	40.00
Out-of-Town Travel	02/16/06	Herriott AV	35.00
Out-of-Town Travel	02/16/06	Herriott AV	410.50
Out-of-Town Travel	02/16/06	Meisler RE	342.48
Out-of-Town Travel	02/28/06	Butler, Jr. J	28.00
Out-of-Town Travel	02/28/06	Butler, Jr. J	344.48

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/28/06	Butler, Jr. J	19.00
Out-of-Town Travel	02/28/06	Herriott AV	40.00
Out-of-Town Travel	02/28/06	Herriott AV	365.16
		TOTAL OUT-OF-TOWN TRAVEL	\$9,632.00
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	47.58
Messengers/ Courier	02/05/06	Comet Messenger Service	28.09
Messengers/ Courier	02/10/06	Straightline Courier	31.84
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	30.64
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	29.45
Messengers/ Courier	02/14/06	Dist Serv/Mail/Page, D	33.57
Messengers/ Courier	02/16/06	Dist Serv/Mail/Page, D	16.63
Messengers/ Courier	02/19/06	Comet Messenger Service	6.01
Messengers/ Courier	02/27/06	Dist Serv/Mail/Page, D	137.19
		TOTAL MESSENGERS/ COURIER	\$361.00
Out-of-Town Meals	02/01/06	Butler, Jr. J	36.98
Out-of-Town Meals	02/01/06	Herriott AV	37.33
Out-of-Town Meals	02/01/06	Meisler RE	20.04
Out-of-Town Meals	02/01/06	Meisler RE	4.23
Out-of-Town Meals	02/01/06	Meisler RE	7.33
Out-of-Town Meals	02/02/06	Herriott AV	2.86
Out-of-Town Meals	02/02/06	Meisler RE	32.45
Out-of-Town Meals	02/02/06	Meisler RE	134.93
Out-of-Town Meals	02/03/06	Meisler RE	25.52
Out-of-Town Meals	02/03/06	Herriott AV	4.88
Out-of-Town Meals	02/03/06	Herriott AV	2.16
Out-of-Town Meals	02/15/06	Butler, Jr. J	9.50
Out-of-Town Meals	02/15/06	Meisler RE	18.25
Out-of-Town Meals	02/15/06	Meisler RE	3.24
Out-of-Town Meals	02/16/06	Meisler RE	24.73
Out-of-Town Meals	02/16/06	Herriott AV	9.69
Out-of-Town Meals	02/16/06	Meisler RE	44.98
Out-of-Town Meals	02/27/06	Springer DE	44.98
Out-of-Town Meals	02/27/06	Springer DE	4.34

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/28/06	Meisler RE	5.49
Out-of-Town Meals	02/28/06	Meisler RE	25.29
Out-of-Town Meals	02/28/06	Springer DE	44.95
Out-of-Town Meals	02/28/06	Herriott AV	11.86
Out-of-Town Meals	02/28/06	Butler, Jr. J	20.99
		TOTAL OUT-OF-TOWN MEALS	\$577.00
Outside Research/Internet Services	02/23/06	LiveNote, Inc.	35.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$35.00
Contracted Catering-NY	02/02/06	Butler, Jr. J	1,270.43
Contracted Catering-NY	02/02/06	Butler, Jr. J	343.01
Contracted Catering-NY	02/02/06	Butler, Jr. J	168.09
Contracted Catering-NY	02/02/06	Butler, Jr. J	189.89
Contracted Catering-NY	02/03/06	Butler, Jr. J	760.47
Contracted Catering-NY	02/09/06	Butler, Jr. J	852.15
Contracted Catering-NY	02/09/06	Butler, Jr. J	101.87
Contracted Catering-NY	02/10/06	Butler, Jr. J	762.26
Contracted Catering-NY	02/10/06	Butler, Jr. J	188.46
Contracted Catering-NY	02/15/06	Butler, Jr. J	482.49
Contracted Catering-NY	02/16/06	Butler, Jr. J	1,081.80
Contracted Catering-NY	02/16/06	Butler, Jr. J	2,823.00
Contracted Catering-NY	02/16/06	Butler, Jr. J	401.91
Contracted Catering-NY	02/16/06	Butler, Jr. J	203.72
Contracted Catering-NY	02/16/06	Butler, Jr. J	407.45
		TOTAL CONTRACTED CATERING- NY	\$10,037.00
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	129.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$129.00
		TOTAL MATTER	\$60,774.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/06	4.10	PREPARE FOR (1.0) AND ATTEND (2.3) CREDITORS COMMITTEE MEETING IN NEW YORK CITY; ATTEND POST-MEETING CONFERENCE WITH DELPHI SENIOR MANAGEMENT GROUP RE: FOLLOW-UP AND NEXT STEPS (0.8).
BUTLER, JR. J	03/02/06	8.30	REVIEW AND ANALYZE DISCOVERY MOTIONS SUBMITTED TO CHAMBERS BY APPALOOSA (0.8); TELECONFERENCE WITH WORKING GROUP RE: SAME (0.7); REVIEW, REDRAFT AND FINALIZE RESPONSE (2.8); PREPARE FOR CHAMBERS TELECONFERENCE (0.4); TELECONFERENCE WITH CREDITORS COMMITTEE COUNSEL RE: SAME (0.2); PARTICIPATE IN CHAMBERS TELECONFERENCE RE: APPALOOSA DISCOVERY MATTERS (0.9); PREPARE FOR (0.6) AND PARTICIPATE IN (1.7); MEET AND CONFER CONFERENCE WITH WHITE & CASE RE: APPALOOSA MOTION DISCOVERY AND HEARING; EMAILS WITH J. SHEEHAN AND B. SAX RE BUCK CONSULTING (0.2).
BUTLER, JR. J	03/04/06	1.30	TELECONFERENCE WITH D. MARTINI RE: UCC COMPOSITION MATTERS (0.2); TELECONFERENCE WITH J. SHEEHAN, S. CORCORAN AND K. CRAFT RE: SAME (0.2); EMAIL TO D. MARTINI RE: SAME (0.1); PREPARE FOR (0.2) AND TELECONFERENCE WITH (0.4) D. RESNICK AND B. SHAW RE: APPALOOSA EQUITY COMMITTEE MOTION PREPARATION; FOLLOW-UP ON UCC PRIORITY INFORMATION REQUESTS INCLUDING EMAILS FROM/TO R. EISENBERG (0.2).
BUTLER, JR. J	03/05/06	0.30	CONTINUE TO FOLLOW-UP ON UCC PRIORITY INFORMATION REQUESTS INCLUDING EMAIL TO R. EISENBERG (0.3).
BUTLER, JR. J	03/06/06	2.70	CONTINUE TO PREPARE FOR CONTESTED APPALOOSA HEARING WITH SENIOR MANAGEMENT AT COMPANY IN TROY INCLUDING DEPOSITION AND HEARING PREPARATION (2.3); PARTICIPATE IN CHAMBERS CONFERENCE (0.4).

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BUTLER, JR. J	03/07/06	5.70	CONTINUE TO PREPARE FOR CONTESTED APPALOOSA HEARING INCLUDING WITNESS DESIGNATIONS AND DISCOVERY MATTERS (0.4); NUMEROUS EMAILS AND TELECONFERENCES RE PRETRIAL ORDER AND APPALOOSA ADJOURNMENT REQUEST (0.4); REVIEW AND REVISE PRETRIAL ORDER AND CHAMBERS LETTER (0.8); REVIEW AND EVALUATE EUREKA AND HAYS EXPERT REPORTS (1.6); CONTINUE TO WORK ON UCC PRIORITY INFORMATION REQUESTS (0.6); REVIEW FINAL INFORMATION SHARING PROTOCOL WITH UCC (0.2); REVIEW TYCO APPOINTMENT TO THE UCC (0.1); EMAILS FROM/TO R. O'NEAL RE SAME (0.2); REVIEW APPALOOSA ACQUISITION OF DANA STAKE (0.1); SEVERAL TELECONFERENCES WITH B. ROSENBERG RE COMMITTEE MATTERS (0.3, 0.2, 0.1).
BUTLER, JR. J	03/08/06	0.30	REVIEW WITHDRAWAL OF GM MOTION SEEKING APPOINTMENT TO UCC AND EMAILS TO/FROM CLIENT RE SAME (0.3).
BUTLER, JR. J	03/09/06	1.20	EMAIL TO B. ROSENBERG RE TYCO MEMBERSHIP ON UCC AND INFORMATION SHARING MATTERS (0.2); EMAILS TO/FROM R. O'NEAL RE SAME (0.2); FOLLOW-UP ON UCC INFORMATION REQUESTS INCLUDING EMAILS FROM/TO R. EISENBERG (0.2); TELECONFERENCE WITH B. ROSENBERG RE GENERAL LABLOR UPDATE AND NEXT STEPS (0.4); EMAIL TO S. MILLER RE SAME (0.2).
BUTLER, JR. J	03/10/06	3.10	CONTINUE TO WORK ON EQUITY COMMITTEE CONTESTED HEARING DISCOVERY MATTERS INCLUDING REVIEW OF REVISED EXPERT REPORTS FROM APPALOOSA (2.7); PREPARE FOR MARCH 13TH LABOR UPDATE CALL WITH CREDITORS' COMMITTEE AND UCC RETENTION OF BUCK CONSULTING INCLUDING EMAILS TO/FROM R. ROSENBERG (0.4).
BUTLER, JR. J	03/11/06	1.40	PREPARE FOR (0.3) AND PARTICIPATE IN (0.8) WORKING GROUP TELECONFERENCE RE EQUITY COMMITTEE DISCOVERY MATTERS; REVIEW DRAFT EXHIBIT LIST (0.3).
BUTLER, JR. J	03/12/06	2.30	PREPARE FOR (0.4) AND PARTICIPATE IN (0.6) WORKING GROUP MEETING RE: APPALOOSA LITIGATION; REVIEW AND COMMENT ON DECLARATIONS AND EXPERT REPORTS (0.9); RECEIVE AND REVIEW DEMAND LETTER FROM T. LAURIA RE: EQUITY AD HOC INVOLVEMENT IN LABOR AND GM DISCUSSIONS (0.2); CONTINUE TO PREPARE FOR UCC LABOR UPDATE CALL ON MARCH 13TH (0.2).

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BUTLER, JR. J	03/13/06	3.30	PREPARE FOR (0.4) AND PARTICIPATE IN (0.8) UCC LABOR UPDATE CALL; TELECONFERENCES AND EMAILS WITH R. ROSENBERG RE: SAME (0.2); PREPARE FOR (0.2) AND PARTICIPATE IN (0.6) WORKING GROUP MEETING RE: APPALOOSA LITIGATION; REVIEW AND COMMENT ON DECLARATIONS AND EXPERT REPORTS (1.1).
BUTLER, JR. J	03/15/06	3.20	CONTINUE TO PREPARE FOR MARCH 21ST CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING GENERAL PRETRIAL PREPARATION AND REVIEW OF ADDITIONAL APPALOOSA DISCOVERY (1.6); PREPARE FOR SENIOR MANAGEMENT TEAM AT COMPANY IN TROY FOR MARCH 16TH MEETING WITH UCC PROFESSIONALS IN NEW YORK CITY (1.1); REVIEW EMAILS FROM R. EISENBERG AND R. ROSENBERG RE SAME (0.2); EMAILS FROM/TO B. ROSENBERG AND R. O'NEAL RE TYCO INFORMATION SHARING MATTERS (0.3).
BUTLER, JR. J	03/16/06	4.10	PREPARE FOR (0.9) AND PARTICIPATE IN (2.8) MEETING WITH DELPHI AND CREDITORS COMMITTEE PROFESSIONALS IN NEW YORK CITY; CONTINUE TO PREPARE FOR MARCH 21ST CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF NEW APPALOOSA DISCOVERY REQUEST AND RELATED PRETRIAL PREPARATION (0.4).
BUTLER, JR. J	03/17/06	1.70	CONTINUE TO PREPARE FOR MARCH 21ST CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DELPHI EXHIBIT DESIGNATIONS AND REVIEW OF DEPOSITION DISCOVERY (1.2); TELECONFERENCE WITH R. ROSENBERG RE: VARIOUS MATTERS INCLUDING FOLLOW-UP TO MARCH 16TH MEETING AND UCC PLANNED 2004 MOTION (0.3); EMAILS TO/FROM R. ROSENBERG RE: SAME (0.2).
BUTLER, JR. J	03/18/06	0.80	CONTINUE TO PREPARE FOR MARCH 21ST CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING TELECONFERENCE WITH WORKING GROUP RE: APPALOOSA DESIGNATIONS AND RELATED MATTERS (0.8).

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BUTLER, JR. J	03/19/06	1.20	CONTINUE TO PREPARE FOR MARCH 21ST CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW AND DEPOSITION TRANSCRIPTS AND RELATED DOCUMENTS (1.2).
BUTLER, JR. J	03/20/06	3.80	CONTINUE TO PREPARE FOR MARCH 21ST CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DEPOSITION TRANSCRIPTS, REVIEW OF REPLY BRIEF, REVIEW OF PRE-TRIAL MOTIONS (MOTION TO QUASH AND DAUBERT MOTIONS) AND RELATED DOCUMENTS AND WITNESS PREPARATION (3.8).
BUTLER, JR. J	03/21/06	9.70	PREPARE FOR (1.8) AND ATTEND (INCLUDING RECESSES) (6.5) CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DEPOSITION TRANSCRIPTS AND RELATED DOCUMENTS; REVIEW APPALOOSA DISCLOSURE ISSUE AND RELATED STOCK TRADING INFORMATION (0.2); EMAIL TO T. LAURIA RE: SAME (0.1); PREPARE FOR SECOND DAY OF CONTESTED HEARING INCLUDING REVIEW/REVISION OF REDIRECT EXAMINATION, DEFENSE OF DAUBERT MOTIONS AND FINALIZATION OF CLOSING ARGUMENT (0.8); TELECONFERENCE WITH S. MILLER, R. O'NEAL AND SENIOR MANAGEMENT TEAM RE: SAME (0.3).
BUTLER, JR. J	03/22/06	7.60	PREPARE FOR (2.4) AND ATTEND (INCLUDING RECESSES) (5.2) CONTESTED HEARING ON APPALOOSA EQUITY COMMITTEE MOTION BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DEPOSITION TRANSCRIPTS AND RELATED DOCUMENTS.
BUTLER, JR. J	03/25/06	2.30	BEGIN TO PREPARE FOR MARCH 30 CREDITORS' COMMITTEE MEETING IN NEW YORK INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.6); EMAILS FROM/TO T. LAURIA RE: INFORMATION REQUESTS AND POTENTIAL WITHDRAWAL OF APPALOOSA DEMAND LETTER (0.3); REVIEW AND REVISE DRAFT ORDERS DISPOSING OF EQUITY COMMITTEE MOTION HEARING (0.4).
BUTLER, JR. J	03/26/06	1.10	EMAILS TO/FROM T. LAURIA RE APPALOOSA ORDER SUBMITTED TO CHAMBERS WITHOUT REVIEW (0.3); CONTINUED TO PREPARE FOR MARCH 30TH CREDITORS COMMITTEE MEETING IN NEW YORK CITY INCLUDING FURTHER REVIEW OF PRESENTATION MATERIALS (0.8).

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BUTLER, JR. J	03/27/06	0.80	CONTINUE TO REVIEW AND COMMENT ON DEBTORS' FORM OF ORDER RE EQUITY COMMITTEE AND RELATED MATTERS (0.8).
BUTLER, JR. J	03/28/06	0.60	CONTINUE TO REVIEW AND COMMENT ON FORMS OF ORDER RE EQUITY COMMITTEE AND RELATED MATTERS (0.6).
BUTLER, JR. J	03/29/06	4.10	CONTINUE TO PREPARE FOR MARCH 30TH CREDITORS' COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND FINALIZE PRESENTATION MATERIALS (0.8); EMAILS FROM/TO T. LAURIA AND WORK WITH D. SPRINGER RE: SUBMISSION TO COURT OF ALTERNATIVE FORM OF EQUITY COMMITTEE ORDER AND RELATED MATTERS (0.7); FOLLOW-UP ON APPALOOSA PROTECTIVE ORDER MATTERS (0.3); ATTEND CREDITORS COMMITTEE MEETING IN NEW YORK CITY (2.3).
BUTLER, JR. J	03/30/06	3.70	PREPARE FOR (0.4) AND PARTICIPATE IN (2.8) CREDITORS' COMMITTEE MEETING IN NEW YORK CITY; FOLLOW-UP ON ENTRY OF EQUITY COMMITTEE ORDER (0.2); WORK ON EQUITY COMMITTEE FORMATION MATTERS INCLUDING REVIEW OF MATERIALS FROM A. LEONHARD (0.3).
BUTLER, JR. J	03/31/06	0.40	FOLLOW-UP ON MARCH 30TH CREDITORS' COMMITTEE MEETING IN NEW YORK CITY (0.2); CONTINUE TO WORK ON EQUITY COMMITTEE FORMATION MATTERS INCLUDING EMAILS FROM L. AUSTIN AND A. LEONHARD (0.2).
		79.10	
MARAFIOTI KA	03/01/06	7.90	PREPARE FOR COMMITTEE MEETING WITH COMPANY, FTI, AND ROTHSCHILD (0.6); ATTENDED FULL COMMITTEE MEETING WITH COUNSEL AND ADVISORS (1.8); FOLLOWUP MEETING WITH COMPANY (1.7); REVISE ANSWER IN OPPOSITION TO LAW DEBENTURE MOTION FOR LEAVE TO APPEAL (1.7); WORK ON OBJECTION TO APPALOOSA MOTION FOR COMMITTEE (0.6); MEETING WITH TOGUT SEGAL RE: APPALOOSA, LAW DEBENTURE APPEAL, CHEROKEE, GM, AND UNDERWRITERS PLEADINGS (1.2); WORK ON INFORMATION SHARING PROTOCOL (0.3).
MARAFIOTI KA	03/02/06	1.30	REVISE OBJECTION TO APPALOOSA MOTION FOR COMMITTEE (0.5); REVIEW CORRESPONDENCE RE: APPALOOSA MOTION (0.1); REVIEW AND REVISE RESPONSE TO GM REQUEST FOR APPOINTMENT TO COMMITTEE (0.5); UPDATE ON CHAMBERS CONFERENCE RE: APPALOOSA DISCOVERY (0.2).

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MARAFIOTI KA	03/03/06	0.60	DIRECT RESEARCH RE: APPALOOSA ISSUES (0.3); REVIEW AND REVISE DESIGNATION OF ADDITIONAL ITEMS FOR RECORD ON APPEAL AND COUNTER-STATEMENT OF ISSUES ON APPEAL (0.3).
MARAFIOTI KA	03/06/06	1.40	PREPARE FOR APPALOOSA HEARING (0.4); CORRESPONDENCE RE: COMMITTEE APPOINTMENT (0.1); CORRESPONDENCE RE: INFORMATION SHARING PROTOCOL WITH COMMITTEE (0.2); RESEARCH APPALOOSA ISSUES (0.3); REVIEW COMMITTEE OBJECTION TO GM REQUEST TO COMMITTEE APPOINTMENT (0.4).
MARAFIOTI KA	03/07/06	1.60	UPDATE ON APPALOOSA LITIGATION (0.3); CORRESPONDENCE RE: ADJOURNMENT OF HEARING (0.6); DEVELOP STRATEGY (0.4); REVIEW COMMITTEE OBJECTION TO GM APPOINTMENT (0.2); REVIEW OBJECTION OF MERCEDES TO GM COMMITTEE REQUEST (0.1).
MARAFIOTI KA	03/10/06	0.10	REVIEW CORRESPONDENCE WITH AND ABOUT COMMITTEE RE: TYCO, BUCK (0.1).
MARAFIOTI KA	03/11/06	1.20	REVIEW COMMITTEE OBJECTION TO APPALOOSA MOTION (0.4); REVIEW U.S. TRUSTEE OBJECTION (0.2); ANALYZE DISCOVERY ISSUES (0.2); REVIEW LEGAL MEMO AND RELATED SEARCH (0.4).
MARAFIOTI KA	03/13/06	0.80	REVIEW CORRESPONDENCE FROM APPALOOSA RE: GM/DELPHI/UNION NEGOTIATIONS (0.2); UPDATE ON DISCOVERY WITH APPALOOSA (0.2) AND DEVELOP STRATEGY RE: SAME (0.4).
MARAFIOTI KA	03/16/06	3.00	PROFESSIONALS' MEETING WITH LATHAM, MESIROW, JEFFERIES, FTI, ROTHSCHILD, D. SHERBIN, S. CORCORAN (3.0).
MARAFIOTI KA	03/17/06	1.20	WORK ON SUBPOENA FOR APPALOOSA (0.5); REVIEW DRAFT COMMITTEE 2004 PLEADINGS (0.7).
MARAFIOTI KA	03/20/06	10.40	PREPARE FOR APPALOOSA HEARING (2.1); REVIEW BRANDES STATEMENT IN SUPPORT OF APPALOOSA MOTION (0.2) AND BRANDES 13D (0.2); REVIEW APPALOOSA; MOTION TO QUASH TEPPER SUBPOENA (0.7), MOTION TO FILE BRIEF UNDER SEAL (0.6), CORRESPONDENCE TO COURT (0.3), BRIEF (2.2), MOTION TO STRIKE RESNICK TESTIMONY (0.6), MOTION TO STRIKE WILLIAMS TESTIMONY (0.6), AFFIDAVITS OF BAUMSTEIN AND MENENDEZ RE: FILING OF MOTION TO STRIKE (0.2); WORK ON RESPONSE TO MOTION TO QUASH TEPPER SUBPOENA (1.6) AND MOTIONS TO STRIKE RESNICK AND WILLIAMS TESTIMONY (1.1).

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MARAFIOTI KA	03/21/06	7.40	PREPARE WITH CLIENT FOR HEARING RE: APPALOOSA MOTION FOR EQUITY COMMITTEE APPOINTMENT AND ATTEND HEARING (6.9); POST-HEARING MEETING WITH CLIENT (0.5).
MARAFIOTI KA	03/22/06	7.80	PREPARE FOR ADJOURNED HEARING ON APPALOOSA MOTION FOR EQUITY COMMITTEE (1.3); ATTEND ADJOURNED HEARING RE: SAME (5.7); CONFERRED WITH A. LEONHARD RE: SERVICE OF NOTICE UPON SHAREHOLDERS (0.2); DEVELOP PROPOSALS RE: SAME (0.6).
MARAFIOTI KA	03/23/06	6.50	TELECONFERENCE WITH A. LEONHARD RE: SERVICE OF NOTICE UPON SHAREHOLDERS (0.1); RESEARCH RE: SHAREHOLDER SERVICE OPTIONS (0.8); TELECONFERENCE WITH D. SHERBIN AND S. CORCORAN RE: SAME (0.5); TELECONFERENCE WITH PROXY SOLICITOR BILL ULTAN AND MORROW & CO. (0.2); CALL WITH CLIENT AND COMMITTEE ADVISORS RE: ATTRITION PLAN (1.3); CORRESPONDENCE FROM EQUITY HOLDER (0.1); WORK ON MEMO RE: COURT RULING ON APPOINTMENT OF EQUITY COMMITTEE (3.3); TELECONFERENCE WITH R. EISENBERG RE: EQUITY COMMITTEE ISSUES (0.1) AND CREDITORS' COMMITTEE INFORMATION REQUESTS (0.1).
MARAFIOTI KA	03/24/06	1.10	CONTINUE WORK ON MEMO RE: EQUITY COMMITTEE RULING (0.6); WORK ON COMMITTEE PRESENTATION (0.5).
MARAFIOTI KA	03/25/06	1.10	REVIEW AND REVISE DRAFT OF APPALOOSA ORDER, AND RELATED CORRESPONDENCE (1.1).
MARAFIOTI KA	03/27/06	1.60	REVISE MEMO RE: COURT RULING (0.2); REVIEW REVISED ORDER RE: EQUITY COMMITTEE AND DENIAL OF MOTIONS TO STRIKE (0.2); REVIEW COMMITTEE PRESENTATION (1.2).
MARAFIOTI KA	03/28/06	2.40	WORK ON COMMITTEE PRESENTATION (0.2); CORRESPONDENCE RE: EQUITY COMMITTEE APPOINTMENT (0.2); WORK ON ISSUES RE: FORM OF ORDER RE: EQUITY COMMITTEE (0.2); REVIEW APPALOOSA CORRESPONDENCE AND DEVELOP STRATEGY RE: SAME (1.0); TELECONFERENCE FROM T. LAURIA RE: EQUITY COMMITTEE, ATTRITION PROGRAM (0.8).
MARAFIOTI KA	03/29/06	2.60	CORRESPONDENCE RE: EQUITY COMMITTEE (0.2); DINNER WITH CREDITORS' COMMITTEE (2.4).

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MARAFIOTI KA	03/30/06	6.20	MEETING WITH CLIENT IN PREPARATION FOR CREDITORS' COMMITTEE MEETING (0.3); ATTEND CREDITORS' COMMITTEE MEETING (2.3); POST-MEETING FOLLOWUP WITH CLIENT (1.5); MEET AND CONFER WITH APPALOOSA'S COUNSEL, FTI, ROTHSCHILD, AND J. SHEEHAN (2.1).
		66.20	
SPRINGER DE	03/01/06	11.90	REVIEW, REVISE, AND FINALIZE THE DEBTORS' OBJECTION TO APPALOOSA'S MOTION FOR APPOINTMENT OF AN EQUITY COMMITTEE (5.1); CONFERENCES AND TELEPHONE CONFERENCES RE: REVIEW AND REVISE SHEEHAN DECLARATION IN OPPOSITION TO APPALOOSA'S MOTION FOR APPOINTMENT OF AN EQUITY COMMITTEE (1.6); REVIEW AND REVISE DEBTORS' OPPOSITION TO LAW DEBENTURE'S MOTION FOR LEAVE TO APPEAL (3.1); REVIEW AND REVISE THE DEBTORS' STATEMENT RE: GM'S MOTION FOR APPOINTMENT TO THE CREDITORS' COMMITTEE (2.1).
SPRINGER DE	03/02/06	7.70	DRAFT, REVISE, AND SUBMIT RESPONSE TO APPALOOSA MOTION TO COMPEL (3.1); PREPARATION FOR AND CONDUCT CONFERENCE WITH THE COURT AND APPALOOSA COUNSEL RE: DISCOVERY ISSUES (1.6); REVIEW APPALOOSA MOTION TO FILE UNDER SEAL AND MOTION TO COMPEL (0.9); PREPARATION FOR AND CONDUCT MEET AND CONFER CONFERENCE CALL WITH APPALOOSA COUNSEL RE: DISCOVERY ISSUES (2.1).
SPRINGER DE	03/03/06	4.60	WORKING GROUP CONFERENCES RE: SUPPLEMENTAL DOCUMENT PRODUCTIONS TO APPALOOSA (0.9); TELECONFERENCES WITH S. CORCORAN ET AL RE: APPALOOSA DOCUMENT PRODUCTIONS (0.6); PREPARATION FOR APPALOOSA DISCOVERY AND HEARING (3.1).
SPRINGER DE	03/04/06	1.50	REVIEW SUPPLEMENTAL DOCUMENT PRODUCTIONS (0.8); REVIEW VARIOUS MESSAGES RE: APPALOOSA MATTER (0.4); TELECONFERENCES WITH J. BUTLER RE: APPALOOSA MATTER (0.3).
SPRINGER DE	03/05/06	4.30	PREPARATION FOR DEPOSITION PREPARATION OF JOHN SHEEHAN (1.5); CONFERENCE WITH J. SHEEHAN AND S. CORCORAN RE: PREPARATION FOR DEPOSITION (2.8).

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SPRINGER DE	03/06/06	13.40	PREPARATION FOR AND CONFERENCE WITH R. DELLINGER RE: PREPARATION FOR APPALOOSA DEPOSITION (1.1); PREPARATION FOR DEFENSE OF SHEEHAN AND DELLINGER DEPOSITIONS (2.1); PREPARATION FOR AND PARTICIPATION IN CONFERENCES WITH CHAMBERS RE: REQUEST FOR ADJOURNMENT (0.9); REVIEW APPALOOSA'S REQUEST FOR AN ADJOURNMENT (0.6); DRAFT PROPOSED AGREED ORDER RE: APPALOOSA'S REQUEST FOR ADJOURNMENT AND DISCOVERY ISSUES (2.1); REVIEW SAS 106 RE: EXPERT DISCOVERY (2.5); REVIEW APPALOOSA'S HAY EXPERT REPORT (1.8); REVIEW APPALOOSA'S EUREKA EXPERT REPORT (2.3).
SPRINGER DE	03/07/06	16.30	RE: APPALOOSA: CONFERENCES WITH WORKING GROUP AND MR. SHEEHAN RE: HIS DEPOSITION (2.2); ATTENDANCE AT SHEEHAN DEPOSITION (5.2); OBTAIN INFORMATION RE: QUESTIONS RAISED AT SHEEHAN DEPOSITION (3.7); CONFERENCES WITH APPALOOSA'S COUNSEL RE: AGREED PRETRIAL ORDER (0.8); REVISIONS TO AGREED PRETRIAL ORDER (0.9); REVISIONS TO LETTER TO CHAMBERS (0.5); TELECONFERENCES WITH J. BUTLER RE: PRETRIAL ORDER (0.5); TELECONFERENCE WITH K. WILLIAMS RE: WATSON WYATT REPORT (0.9); TELECONFERENCE WITH W. SHAW RE: ROTHSCHILD REPORT (1.6).
SPRINGER DE	03/08/06	3.60	WORKING GROUP CONFERENCE RE: APPALOOSA DISCOVERY (1.1); TELECONFERENCES APPALOOSA COUNSEL RE: AMENDED PRETRIAL ORDER (0.6); REVISE AMENDED PRETRIAL ORDER (0.3); TELECONFERENCE WITH CHAMBERS RE: PRETRIAL ORDER (0.3); CONFERENCE WITH J. SHEEHAN, S. CORCORAN, K. CRAFT RE: DISCOVERY ON APPALOOSA MATTER (0.8); REVIEW SUPPLEMENTAL DOCUMENTS (0.5).
SPRINGER DE	03/09/06	6.80	CONFERENCES WITH WORKING GROUP RE: APPALOOSA DISCOVERY (1.6); PREPARATION FOR DEPOSITION ON APPALOOSA (3.6); ATTENTION TO EXPERT REPORTS (1.6).
SPRINGER DE	03/10/06	4.80	REVIEW APPALOOSA EXPERT REPORTS (1.1); TELECONFERENCE WITH ROTHSCHILD RE: EXPERT REPORTS (0.8); TELECONFERENCE WITH W. WYATT RE: EXPERT REPORTS (0.6); PREPARATION FOR GREENE AND HYMAN DEPOSITIONS (1.3); REVIEW EUREKA EXPERT REPORTS AND DECLARATIONS (1.0).

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SPRINGER DE	03/11/06	2.00	REVIEW AND REVISE WILLIAMS AND RESNICK DECLARATIONS (0.7); PREPARATION FOR AND CONDUCT WORKING GROUP CONFERENCE RE: EXPERT REPORTS (0.6); REVIEW AND REVISE EXHIBIT LISTS (0.7).
SPRINGER DE	03/12/06	11.70	PREPARATION FOR GREENE DEPOSITION (1.4); REVIEW AND REVISE WILLIAMS DECLARATION (1.1); PREPARATION FOR GREENE DEPOSITION, INCLUDING CREATION OF EXHIBIT LISTS AND DRAFT EXAMINATION OUTLINE (2.8); PREPARATION FOR AND TELEPHONE CONFERENCE WITH WORKING GROUP RE: WILLIAMS DEPOSITION (1.3); REVIEW LETTER FROM T. LAURIA (0.5); DRAFT RESPONSE TO LETTER FROM T. LAURIA (0.5); REVIEW AND COMMENT DRAFT ROTHSCHILD REPORT AND DECLARATION (4.1).
SPRINGER DE	03/13/06	13.10	PREPARE FOR AND TAKE DEPOSITION OF S. GREENE (5.1); PREPARE FOR DEPOSITION OF M. HYMAN (6.1); WORKING GROUP CONFERENCES RE: APPALOOSA MOTION FOR EQUITY COMMITTEE (1.1); WORKING GROUP CONFERENCES RE: APPALOOSA DISCOVERY (0.8).
SPRINGER DE	03/14/06	11.40	PREPARE FOR AND TAKE DEPOSITION OF M. HYMAN, APPALOOSA'S RESTRUCTURING EXPERT (9.1); PREPARATION FOR DEPOSITION OF K. WILLIAMS (1.1); REVIEW AND REVISE EXHIBIT LISTS AND OTHER APPALOOSA HEARING MATERIALS (1.2).
SPRINGER DE	03/15/06	10.60	CONFERENCE WITH K. WILLIAMS RE: PREPARATION FOR DEPOSITION (2.9); DEFEND WILLIAMS DEPOSITION (3.8); PREPARATION FOR DEPOSITION OF A. REESE (2.4); CONFERENCE WORKING GROUP RE: APPALOOSA MOTION (0.7); FINALIZE AND SERVE SUBPOENA ON LEHMAN BROS. (0.8).
SPRINGER DE	03/16/06	13.30	PREPARATION FOR AND CONDUCT DEPOSITION OF A. REESE, APPALOOSA'S ACTUARIAL EXPERT (4.1); CONFERENCE WITH APPALOOSA COUNSEL RE: DISCOVERY ISSUES (0.4); CONFERENCE WORKING GROUP RE: APPALOOSA DISCOVERY REQUESTS (0.6); REVIEW APPALOOSA DEMAND LETTERS (0.7); REVIEW LEHMAN BROS. DOCUMENT PRODUCTION (0.7); PREPARE FOR AND ATTEND PROFESSIONALS' MEETING WITH CREDITORS COMMITTEE (3.5); PREPARATION FOR RESNICK AND SHEEHAN DEPOSITIONS (2.2); WORKING GROUP CONFERENCES RE: APPALOOSA HEARING (1.1).

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SPRINGER DE	03/17/06	11.70	PREPARATION FOR AND DEFEND RESUMED DEPOSITION OF J. SHEEHAN (2.0); PREPARATION FOR AND DEFEND DEPOSITION OF D. RESNICK (8.3); REVIEW APPALOOSA SUPPLEMENTAL DECLARATIONS AND DOCUMENT PRODUCTIONS (1.4).
SPRINGER DE	03/18/06	4.00	PREPARATION FOR APPALOOSA HEARING, INCLUDING REVIEW AND REVISE EXHIBIT LISTS AND CONFERENCES RE: SAME (1.3); FINALIZATION OF DEMONSTRATIVE EXHIBITS (1.2); WORKING GROUP CONFERENCES RE: HEARING (0.8); REVIEW AND RESPOND TO COMMUNICATIONS FROM APPALOOSA'S COUNSEL RE: HEARING (0.7).
SPRINGER DE	03/19/06	3.30	PREPARATION FOR APPALOOSA HEARING, INCLUDING PREPARATION OF GREENE AND HYMAN CROSS-EXAMINATION OUTLINES (2.5); WORKING GROUP CONFERENCES RE: COMPLETION OF EXHIBIT BINDERS (0.8).
SPRINGER DE	03/20/06	12.40	PREPARATION OF HYMAN CROSS-EXAMINATION OUTLINE (1.3); PREPARATION OF REESE CROSS-EXAMINATION OUTLINE (1.1); PREPARATION OF GREENE CROSS-EXAMINATION OUTLINE (1.7); DRAFT COVER LETTER TO COURT RE: EXHIBIT BINDERS (0.6); SENIOR WORKING GROUP CONFERENCE RE: APPALOOSA EQUITY COMMITTEE HEARING (1.5); REVIEW AND REVISE REDIRECT EXAM OUTLINES FOR RESNICK, SHEEHAN, AND WILLIAMS (2.1); CONFERENCE WITH K. WILLIAMS RE: EXAMINATION (1.7); REVIEW AND REVISE RESPONSE TO MOTION TO QUASH TEPPER SUBPOENA (1.1); REVIEW AND REVISE MOTION TO EXCLUDE WILLIAMS AND RESNICK TESTIMONY (1.3).
SPRINGER DE	03/21/06	10.70	PREPARATION FOR AND ATTENDANCE AT HEARING ON APPALOOSA'S MOTION FOR EQUITY COMMITTEE (7.8); COMPLETE PREPARATION FOR HYMAN, GREEN, AND REESE CROSS-EXAMINATIONS (1.5); CONFERENCES WITH WITNESSES (1.4).
SPRINGER DE	03/22/06	8.20	CONFERENCE WITH K. WILLIAMS RE: HEARING PREPARATION (1.4); PREPARATION FOR RESNICK REDIRECT (1.0); PREPARATION FOR AND ATTENDANCE AT CONTINUED HEARING ON APPALOOSA'S MOTION FOR EQUITY COMMITTEE (5.8).
SPRINGER DE	03/23/06	4.10	DRAFT MEMORANDUM SUMMARIZING RULING ON APPALOOSA MOTION TO APPOINT EQUITY COMMITTEE (2.1); REVIEW HEARING TRANSCRIPT RE: APPALOOSA RE: PROPOSED ORDER AND MEMORANDUM (1.6); REVIEW SUBMISSIONS TO THE COURT IN LAW DEBENTURE APPEAL (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	03/24/06	1.70	REVIEW APPALOOSA'S PROPOSED FORM OF ORDER (0.4); REVIEW MEMORANDUM RE: RULING ON APPALOOSA MOTION (0.6); REVIEW AND REVISE UCC PRESENTATION (0.7).
SPRINGER DE	03/25/06	0.90	REVIEW AND REVISE DRAFT ORDERS RE: APPALOOSA MOTION FOR EQUITY COMMITTEE (0.9).
SPRINGER DE	03/28/06	2.30	TELECONFERENCES WITH SENIOR STAFF RE: EQUITY COMMITTEE ORDER AND RELATED APPALOOSA ISSUES (1.1); TELECONFERENCE WITH T. LAURIA RE: EQUITY COMMITTEE ORDER (0.6); DRAFT RESPONSE TO T. LAURIA MESSAGE RE: SUBMISSION OF ORDER (0.6).
SPRINGER DE	03/29/06	1.60	REVIEW APPALOOSA LETTER TO THE COURT RE: FORM OF ORDER ON EQUITY COMMITTEE MOTION (0.5); DRAFT AND SEND LETTER TO THE COURT RE: FORM OF ORDER ON EQUITY COMMITTEE MOTION (1.1).
		197.90	
Total Partner		343.20	
MATZ TJ	03/01/06	7.40	PREPARING FOR MEETING OF UNSECURED CREDITORS' COMMITTEE (0.8); ATTENDING SAME (2.1); FOLLOW UP WORK RE: SAME (0.4); DISCUSSION AND CORRESPONDENCE WITH FTI RE: INFORMATION SHARING PROTOCOL BETWEEN FTI AND UNSECURED CREDITORS' COMMITTEE (0.4); REVISE AND DISTRIBUTE SAME TO FTI, LATHAM & MESIROW (0.6); TELECONFERENCES WITH CHAMBER RE: CONFERENCE FOR APPALOOSA DISCOVERY DISPUTE (0.5); FOLLOW UP WORK RE: APPALOOSA DISCOVERY AND PROPOSED DEPOSITIONS (0.8); TELECONFERENCES WITH U.S. TRUSTEE RE: APPALOOSA, GM MOTIONS RE: COMMITTEE, AND MARCH 9 HEARING AGENDA (0.6); CONTINUING WORK ON SAME (0.3); TELECONFERENCES WITH U.S. TRUSTEE RE: APPALOOSA, GM MOTIONS RE: COMMITTEE, AND MARCH 9 HEARING AGENDA (0.6); CONTINUING WORK ON SAME (0.3).
MATZ TJ	03/02/06	2.50	TELECONFERENCE WITH R. TRUST RE: APPALOOSA MOTIONS TO COMPEL DISCOVERY (0.2); REVIEW AND COMMENT ON STATEMENT RE: GM UCC MOTION (0.2); CONTINUING WORK ON OBJECTION TO APPALOOSA MOTION TO COMPEL (1.2); TELECONFERENCES WITH CHAMBER RE: SAME (0.2); FOLLOW UP WORK RE: SAME (0.3); FOLLOW UP MOTION TO COMPEL CHAMBERS CONFERENCE (0.4).
MATZ TJ	03/03/06	0.70	WORK ON APPALOOSA RESPONSE AND DISCOVERY MATTERS (0.5); REVIEW U.S. TRUSTEE OBJECTION TO SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/05/06	0.60	CONTINUING PREPARATION ON APPALOOSA MOTION RESPONSE (0.6).
MATZ TJ	03/06/06	2.00	WORK ON REVISIONS TO INFORMATION SHARING PROTOCOL (0.3); FINALIZE SAME WITH LATHAM (0.1); WORK ON VARIOUS MATTERS RE: APPALOOSA EQUITY COMMITTEE MOTION DISCOVERY (1.2); LIAISING WITH CHAMBERS RE: SAME (0.4).
MATZ TJ	03/07/06	1.20	CONTINUING WORK ON APPALOOSA DISCOVERY MATTER (0.4); WORK ON POSSIBLE SCHEDULING MATTERS WITH CHAMBERS (0.3); REVIEW AND FORWARD TO CHAMBERS AGREED PRE-TRIAL DISCOVERY ORDER RE: SAME (0.3); FOLLOW UP TELECONFERENCE WITH CHAMBERS RE: SAME (0.2).
MATZ TJ	03/08/06	2.80	MEETING WITH CLIENT RE: HEARING FOR APPALOOSA MOTION AND DISCOVERY, STATUS OF GM'S UCC MOTION (1.0); REVIEW GM'S WITHDRAWAL OF MOTION RE: UNSECURED CREDITORS' COMMITTEE (0.5); TELECONFERENCE WITH CHAMBERS, WHITE & CASE RE: APPALOOSA PRETRIAL DISCOVERY STIPULATION (0.2); WORK ON RESOLUTION OF DISCOVERY DISPUTE (0.8); FOLLOW UP TELECONFERENCES TO CHAMBERS RE: SAME (0.2); FORWARD REVISE DISCOVERY STIPULATION TO CHAMBERS (0.1).
MATZ TJ	03/10/06	1.10	CONTINUE WORK ON APPALOOSA DISCOVERY MATTERS AND DEPOSITIONS (0.9); TELECONFERENCE WITH U.S. TRUSTEE RE: DEPOSITIONS (0.2).
MATZ TJ	03/13/06	0.90	FOLLOW UP WORK AND CORRESPONDENCE WITH U.S. TRUSTEE RE: APPALOOSA DEPOSITIONS (0.3); FOLLOW UP WORK RE: STIPULATION AND AGREED PROTECTIVE ORDER (0.3); CONTINUING WORK ON VARIOUS DISCOVERY MATTERS (0.3).
MATZ TJ	03/14/06	0.80	WORKING ON APPALOOSA MOTION, PLEADINGS, AND STIPULATION (0.3); TELECONFERENCE WITH CHAMBERS RE: SAME (0.1); TELECONFERENCE WITH U.S. TRUSTEE RE: APPALOOSA HEARING MATERIALS (0.2) AND FOLLOW UP RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/15/06	6.00	REVIEW AND COMMENT ON JOINT REVIEW INFORMATION SHARING PROTOCOL WITH UCC (1.2); FOLLOW UP WORK RE: SAME (0.3); REVIEW CORRESPONDENCE, HEARING MATERIALS, AND DECLARATIONS RE: APPALOOSA EQUITY COMMITTEE MOTION AND SHAREHOLDER, BOARD REQUESTS (1.3); FOLLOW UP WORK RE: SAME AND DISCOVERY MATTERS (0.4); PARTICIPATE IN WORKING GROUP CONFERENCE CALL RE: STATUS OF APPALOOSA DISCOVERY, ADDITIONAL CORRESPONDENCE REQUESTS, EUREKA EXPERT REPORT, UAW/GM/DELPHI ATTRITION PLAN, STRATEGY AND DISCLOSURE MATERIALS FOR MARCH 16 MEETING AT LATHAM OF UNSECURED CREDITORS' COMMITTEE PROFESSIONALS (1.5); FOLLOW UP WORK RE: ALL MATTERS AND UCC MEETING MATERIALS (1.3).
MATZ TJ	03/16/06	7.80	REVIEW AND COMMENT ON INFORMATION SHARING PROTOCOL PLEADINGS (0.3); REVIEW AND COMMENT ON INFORMATION SHARING PROTOCOL PLEADINGS (0.3); PREPARING MATERIAL FOR UNSECURED CREDITORS' COMMITTEE MEETING OF PROFESSIONALS (2.5); TELECONFERENCES AND CORRESPONDENCE WITH R. ISENBERG RE: SAME (0.1), TELECONFERENCES AND CORRESPONDENCE WITH B. ROSENBERG RE: SAME (0.1), TELECONFERENCES AND CORRESPONDENCE WITH N. BERGER RE: SAME (0.1); REVIEW MATERIALS RE: ROTHSCHILD (0.2); CONTINUED PREPARATION FOR UNSECURED CREDITORS COMMITTEE MEETING (0.3); ATTENDING UNSECURED CREDITORS' COMMITTEE MEETING OF PROFESSIONALS (3.0); FOLLOW UP WORK FROM SAME (0.3); CONTINUED WORK ON APPALOOSA MATERIALS, DISCOVERY MATERIALS (0.6).
MATZ TJ	03/17/06	3.50	WORKING ON APPALOOSA DISCOVERY, DOCUMENTS AND SUBPOENA FOR MARCH 21 HEARING (2.1); REVIEWING PROPOSED UCC MOTION RE: GM EXAMINATION (0.5); FOLLOW UP WORK RE: SAME (0.3); TELECONFERENCE WITH CHAMBERS RE: APPALOOSA HEARING, TIME AND BINDER (0.3); FOLLOW UP RE: SAME (0.3).
MATZ TJ	03/19/06	1.40	REVIEW AND COMMENT ON APPALOOSA MOTION SCRIPT (1.1); REVIEW REVISED EUREKA ENTERPRISE VALUE NUMBERS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/20/06	11.90	FURTHER WORK ON SCRIPT & HEARING MATERIALS FOR APPALOOSA MOTION (1.1); TELECONFERENCES WITH U.S.T. RE: CHAMBERS, HEARING MATERIALS, & BINDERS (0.7); CONTINUING WORK ON SAME, EXHIBITS & DEPOSITION BINDERS (0.8); REVIEW AND COMMENT ON APPALOOSA REPLY BRIEF & MOTION TO QUASH TEPPER TRIAL SUBPOENA (3.4); FOLLOW UP WORK RE: SAME (0.4); WORKING ON STRATEGY RE: MOTION TO QUASH & REPLY BRIEF (0.9); STATUS CALL RE: PREPARATION/OUTSTANDING MATTERS FOR HEARING (0.7); TELECONFERENCE AND CORRESPONDENCE WITH WHITE & CASE RE: MOTION TO FILE RESPONSE UNDER SEAL (0.4); TELECONFERENCE WITH CHAMBERS RE: SAME (0.1); CONTINUED WORK ON APPALOOSA MOTION, REPLY AND MATERIALS (0.6); PREPARE APPALOOSA EQUITY COMMITTEE MOTION (2.0); REVIEW APPALOOSA'S MOTIONS TO EXCLUDE EXPERT TESTIMONY OF ROTHSCHILD & WATSON WYATT (0.8).
MATZ TJ	03/21/06	11.40	REVIEWING AND COMMENT ON RESPONSE TO APPALOOSA MOTIONS TO EXCLUDE EXPERT TESTIMONY OF ROTHSCHILD AND WATSON WYATT (0.8); FOLLOW UP WORK RE: SAME AND RESPONSE TO MOTION TO QUASH (0.5); FINAL PREPARATION FOR HEARING ON APPALOOSA EQUITY COMMITTEE MOTION (1.8); ATTENDING IN COURT ON HEARING OF APPALOOSA EQUITY COMMITTEE MOTION (6.9); FOLLOW-UP WORK RE: SAME (1.4).
MATZ TJ	03/22/06	8.20	CONTINUING WORK ON APPALOOSA EQUITY COMMITTEE HEARING (0.8); MEETING WITH J. SHEEHAN, S. CORCORAN RE: SAME (0.9); ATTENDING IN COURT ON CONTINUATION OF APPALOOSA EQUITY COMMITTEE MOTION HEARING (5.7); DISCUSSION WITH A. LEONHARD RE: SOLICITATION FOR EQUITY COMMITTEE (0.2); FOLLOW UP WORK RE: SOLICITATION THROUGH ADP, BONY AND PUBLICATION NOTICE (0.6).
MATZ TJ	03/23/06	4.60	CONTINUING WORK RE: UST SOLICITATION RE: EQUITY COMMITTEE (0.5); TELECONFERENCES WITH UST RE: SAME (0.4); TELECONFERENCES WITH D. SHERBIN AND S. CORCORAN RE: SAME (0.5); TELECONFERENCE WITH B. ULTAN OF MONROW & CO. RE: SOLICITATION (0.3); FOLLOW UP TELECONFERENCES WITH KCC RE: SAME (0.3); PARTICIPATE IN TELECONFERENCE WITH UCC RE: ATTRITION PROGRAM (0.9); TELECONFERENCE WITH UST RE: EQUITY COMMITTEE SERVICE COST, TIMING (0.2); WORKING ON SLIDES FOR MARCH 30 UCC PRESENTATION (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/24/06	2.60	REVIEW AND COMMENT ON UCC PROPOSED GM 2004 MOTION (0.4); TELECONFERENCES AND CORRESPONDENCE WITH UST RE: SERVICE TO EQUITY COMMITTEE (0.6); FOLLOW UP WORK RE: SAME (0.6); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.2); PREPARE MATERIALS FOR UCC MEETING ON MARCH 30 (0.8).
MATZ TJ	03/26/06	0.40	REVIEW CORRESPONDENCE FROM B. SHAW RE: UCC PRESENTATION MATERIALS (0.1); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	03/27/06	1.50	TELECONFERENCE WITH US TRUSTEE RE: EQUITY COMMITTEE SOLICITATION (0.3); REVIEW DRAFT ORDER FROM WHITE & CASE RE: EQUITY COMMITTEE ORDER (0.2); TELECONFERENCE WITH CHAMBERS RE: SAME (0.1); REVIEW AND FINALIZE MATERIALS FOR UCC PRESENTATION (0.9).
MATZ TJ	03/28/06	1.00	REVIEW AND COMMENT ON DRAFT ORDERS RE: APPOINTMENT OF EQUITY COMMITTEE (0.6); FOLLOW UP WORK RE: SAME (0.2); WORK ON JOINT REVIEW MOTION (0.2).
MATZ TJ	03/29/06	2.70	ATTEND DINNER WITH UNSECURED CREDITORS COMMITTEE (2.7).
MATZ TJ	03/30/06	4.20	PREPARE FOR UNSECURED CREDITORS' COMMITTEE MEETING (0.7); ATTEND UNSECURED CREDITORS' MEETING (2.8); FOLLOW UP MEETING RE: SAME (0.5); FOLLOW UP RE: EQUITY COMMITTEE ORDER (0.2).
MATZ TJ	03/31/06	0.40	CORRESPONDENCE WITH U.S. TRUSTEE RE: SOLICITATION FOR EQUITY COMMITTEE (0.2); FOLLOW UP WORK RE: SAME (0.2).
		87.60	
SHIVAKUMAR D	03/03/06	9.20	REVIEW APPALOOSA MOTION, OBJECTION, DECLARATION, COUNSEL CORRESPONDENCE, AND RELEVANT CASE LAW (4.7); REVIEW DOCUMENTS IN ANTICIPATION OF PREPARING 30(B)(6) WITNESS J. SHEEHAN (4.5).
SHIVAKUMAR D	03/04/06	1.20	REVIEW DOCUMENTS RELATING TO APPALOOSA LITIGATION (1.2).
SHIVAKUMAR D	03/05/06	10.70	ANALYZE DOCUMENTS IN ANTICIPATION FOR PREPARING 30(B)(6) WITNESS ON 13 SUBJECTS IDENTIFIED IN THE AMENDED 30(B)(6) DEPOSITION NOTICE (5.5); MEETING WITH J. SHEEHAN TO PREPARE FOR 30(B)(6) DEPOSITION (3.5); ANALYZE DOCUMENTS RELATING TO GM RELATIONSHIP IN ANTICIPATION OF 30(B)(6) DEPOSITION (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D	03/06/06	8.30	MEETING WITH R. DELLINGER TO PREPARE FOR POTENTIAL 30(B)(6) DEPOSITION AND PREPARATION IN ADVANCE OF THE MEETING (1.8); INTERNAL CONFERENCE CALLS AND COMMUNICATIONS WITH COUNSEL FOR APPALOOSA RE: SCHEDULING OF APPALOOSA DEPOSITIONS (1.7); ANALYSIS OF THE PURPORTED BASIS FOR APPALOOSA'S SEEKING DELAY OF EXPERT DISCOVERY SCHEDULE (0.6); RESEARCH AND DOCUMENT REVIEW IN PREPARATION FOR 30(B)(6) DEPOSITION WITH RESPECT TO OPEB VESTING AND GM RELATIONSHIP ISSUES (4.2).
SHIVAKUMAR D	03/07/06	10.30	MEETING WITH J. SHEEHAN TO PREPARE FOR 30(B)(6) DEPOSITION (0.6); PREPARE COMPANY POSITION STATEMENTS RE: GM ISSUES IN ADVANCE OF 30(B)(6) DEPOSITION (1.3); DEFENSE OF J. SHEEHAN'S 30(B)(6) DEPOSITION (8.1); REVIEW/EDIT DRAFT SCHEDULING AGREEMENT (0.3).
SHIVAKUMAR D	03/08/06	4.40	ANALYZE APPALOOSA EXPERT REPORT (1.3); REVIEW DEPOSITION TRANSCRIPT OF J. SHEEHAN (2.1); APPALOOSA TRIAL TEAM DISCUSSIONS RE: SCHEDULING AND STRATEGY (1.0).
SHIVAKUMAR D	03/09/06	3.40	TELECONFERENCE WITH ROTHSCHILD TO DISCUSS EXPERT REPORT FOR APPALOOSA LITIGATION (1.5); TELECONFERENCE WITH ACTUARIAL EXPERT TO DISCUSS EXPERT REPORT (0.6); STRATEGY DISCUSSIONS WITH APPALOOSA TRIAL TEAM RE: POTENTIAL EXPERT REPORT ISSUES (1.3).
SHIVAKUMAR D	03/10/06	5.20	RESEARCH OF ISSUES RAISED BY ROTHSCHILD IN CONNECTION WITH APPALOOSA LITIGATION AND ROTHSCHILD EXPERT REPORT (0.7); ANALYSIS OF APPALOOSA'S EXPERT REPORTS (1.4); MEETINGS AND CALLS WITH MEMBERS OF THE APPALOOSA TRIAL TEAM TO DISCUSS REBUTTAL POINTS TO APPALOOSA'S EXPERT REPORTS (1.3); REVIEW/ANALYSIS OF DRAFTS FROM ROTHSCHILD AND WATSON & WYATT RE: REBUTTALS TO APPALOOSA'S EXPERT REPORTS (1.8).
SHIVAKUMAR D	03/11/06	6.80	FURTHER ANALYSIS OF APPALOOSA'S EXPERT REPORTS AND DECLARATIONS IN PREPARATION FOR DISCUSSING THE FINALIZATION OF DEBTOR'S REBUTTAL REPORTS WITH DEBTORS' EXPERTS (1.3); TELECONFERENCES WITH TRIAL TEAM TO PREPARE FOR WEEK OF DEPOSITIONS (0.6); REVIEW DRAFT EXPERT REPORTS (1.5); PREPARE TOPICAL ANALYSIS OF J. SHEEHAN DEPOSITION TESTIMONY (3.4).

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SHIVAKUMAR D	03/12/06	8.30	COMPLETE TOPICAL ANALYSIS AND SUMMARY TABLE OF KEY DEPOSITION TESTIMONY BY J. SHEEHAN (7.2); REVISE DRAFT DECLARATION D. RESNICK (ROTHSCHILD EXPERT) (1.1).
SHIVAKUMAR D	03/13/06	11.20	REVISE AND FINALIZE WILLIAMS DECLARATION FOR SERVICE (1.2); DRAFT/REVISE ROTHSCCHILD DECLARATION AND PROVIDE COMMENTS TO DRAFT ROTHSCCHILD REPORT (6.5); STRATEGY MEETINGS AND CALLS WITH APPALOOSA TRIAL TEAM TO PREPARE FOR DEPOSITIONS AND FOR THE HEARING AND TO COORDINATE EXHIBITS (3.5).
SHIVAKUMAR D	03/14/06	9.80	TELECONFERENCES TO FINALIZE ROTHSCCHILD EXPERT REPORT FOR SERVICE (1.3); FINALIZE D. RESNICK DECLARATION (0.9); MEETING WITH D. RESNICK TO PREPARE FOR ROTHSCCHILD DEPOSITION (AND PREPARATION IN ADVANCE OF SAME) (4.6); APPALOOSA TRIAL TEAM STRATEGY MEETINGS AND DISCUSSION OF POTENTIAL DEMONSTRATIVE EXHIBITS (3.0).
SHIVAKUMAR D	03/15/06	5.80	STRATEGY MEETINGS AMONG APPALOOSA TRIAL TEAM TO REVIEW APPALOOSA'S PRODUCTION TO DATE, TO ANALYZE OPEN DOCUMENT REQUESTS RELATING TO APPALOOSA'S EXPERTS, AND TO PREPARE FOR DEPOSITIONS OF APPALOOSA EXPERTS (2.8); PREPARE SUMMARY ABSTRACT OF RELEVANT PORTIONS OF J. SHEEHAN'S DEPOSITION TESTIMONY (2.3); RESEARCH ON ISSUES RELATING TO OPEB LIABILITIES (0.7).
SHIVAKUMAR D	03/16/06	7.00	PREPARATION FOR DEPOSITION OF D. RESNICK (1.2); RESPONSE TO APPALOOSA'S EMERGENCY DOCUMENT REQUEST AND 30(B)(6) NOTICE (1.4); DRAFT/REVISE SUPPLEMENTAL DECLARATION OF JOHN SHEEHAN (2.1); REVIEW DEPOSITION TRANSCRIPTS IN PREPARATION FOR TRIAL (2.3).
SHIVAKUMAR D	03/17/06	7.40	MEETING WITH D. RESNICK TO PREPARE FOR DEPOSITION (1.4); PREPARATION OF POTENTIAL DEMONSTRATIVE TRIAL EXHIBITS (1.7); ANALYZE APPALOOSA EXPERT DECLARATIONS (1.3); MEETING WITH J. SHEEHAN RE: SHEEHAN SUPPLEMENTAL DECLARATION (0.3); FINALIZE SHEEHAN SUPPLEMENTAL DECLARATION (0.6); REVISE/EDIT PROPOSED SCRIPTS FOR APPALOOSA TRIAL (1.3); REVIEW DEPOSITION TRANSCRIPTS IN PREPARATION FOR TRIAL (0.8).

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SHIVAKUMAR D	03/18/06	6.10	COORDINATE PREPARATION OF JOINT EXHIBIT BINDER (2.8); REVISE INDEX TO JOINT EXHIBIT BINDER (0.4); COMMUNICATIONS WITH COUNSEL FOR APPALOOSA RE: MATERIALS FOR THE JOINT EXHIBIT BINDER (0.4); REVISE POTENTIAL DEMONSTRATIVE EXHIBITS AND MEETINGS WITH TRIAL TEAM RE: SAME (1.3); DRAFT AND SEND LETTER TO APPALOOSA COUNSEL RE: PROPOSED DEPOSITION DESIGNATIONS AND JOINT EXHIBIT BINDER (1.2).
SHIVAKUMAR D	03/19/06	4.10	FINALIZE JOINT EXHIBIT BINDER (0.5); COMMUNICATIONS WITH COUNSEL TO APPALOOSA RE: INDEX TO JOINT EXHIBIT BINDER (0.4); ANALYZE DEPOSITION TRANSCRIPTS IN PREPARATION FOR APPALOOSA TRIAL (3.2).
SHIVAKUMAR D	03/20/06	16.60	ANALYZE APPALOOSA'S PRE-TRIAL REPLY BRIEF IN SUPPORT OF ITS MOTION TO APPOINT AN EQUITY COMMITTEE (1.7); ANALYZE DEPOSITION TRANSCRIPTS AND PREPARE OUTLINES OF REDIRECT QUESTIONS IN PREPARATION FOR TRIAL (5.2); FINALIZE POTENTIAL DEMONSTRATIVE EXHIBITS (1.0); COMMUNICATIONS WITH COUNSEL FOR APPALOOSA RE: ADMISSIBILITY OF EXHIBITS AND RELATED ISSUES (0.7); STRATEGY MEETING OF APPALOOSA TRIAL TEAM TO PREPARE FOR TRIAL (2.5); DRAFT AND FINALIZE RESPONSE TO APPALOOSA EMERGENCY MOTIONS TO STRIKE OR EXCLUDE EXPERT TESTIMONY OF K. WILLIAMS AND D. RESNICK (2.7); FINAL PREPARATIONS FOR APPALOOSA HEARING (2.8).
SHIVAKUMAR D	03/21/06	10.30	PREPARATION OF WITNESSES PRIOR TO APPALOOSA HEARING (1.3); SUPPORT TRIAL TEAM DURING HEARING ON APPALOOSA'S MOTION TO APPOINT AN EQUITY COMMITTEE (7.5); REVISE REDIRECT OUTLINES AND REBUTTAL POINTS FOR DAY TWO OF APPALOOSA HEARING (1.5).
SHIVAKUMAR D	03/22/06	8.10	MEETING WITH WITNESSES AND OTHER PREPARATION FOR DAY TWO OF APPALOOSA HEARING (2.7); SUPPORT TRIAL TEAM ON DAY TWO OF APPALOOSA HEARING (5.4).
SHIVAKUMAR D	03/26/06	0.30	REVISE PROPOSED ORDERS RELATING TO APPALOOSA'S EMERGENCY MOTIONS TO EXCLUDE EXPERT TESTIMONY (0.3).
		154.50	
Total Counsel		242.10	

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DE ELIZALDE D	03/22/06	1.90	REVIEW AND REVISE UCC PRESENTATION (1.9).
		1.90	
FERN BM	03/01/06	0.90	REVIEW UCC'S OBJECTION TO LAW DEBENTURE REVIEW (0.4); REVIEW ISSUES RE: SERVICE OF LAW DEBENTURE RESPONSE (0.5).
FERN BM	03/02/06	1.10	REVIEW DEBTORS' STATEMENT RE: GM MOTION FOR APPOINTMENT TO COMMITTEE (0.2); REVISE DEBTORS' DESIGNATION OF RECORD (0.3); TELECONFERENCE WITH H. BAER RE: LAW DEBENTURE (0.2); ATTENTION TO DOCUMENTS IN PREPARATION FOR FILING DEBTORS' DESIGNATIONS (0.4).
FERN BM	03/03/06	7.90	ATTENTION TO ISSUES RE: APPALOOSA'S MOTION FOR APPOINTMENT TO EQUITY COMMITTEE (0.7); REVIEW AND REVISE OBJECTION TO LAW DEBENTURE MOTION (2.3); EMAILS TO/FROM H. BAER RE: LAW DEBENTURE (0.3); REVIEW AND REVISE LAW DEBENTURE OBJECTION (1.9); ATTENTION TO DOCUMENTS IN PREPARATION FOR FILING LAW DEBENTURE OBJECTION (1.7); FINAL REVISIONS TO LAW DEBENTURE RESPONSE (1.0).
FERN BM	03/05/06	1.10	ATTENTION TO ISSUES RE: APPALOOSA'S MOTION TO FORM EQUITY COMMITTEE (0.7); REVIEWED EXHIBIT BINDER INDEX (0.4).
FERN BM	03/06/06	9.60	REVIEWED VARIOUS OBJECTIONS AND RESPONSES TO APPALOOSA'S EQUITY COMMITTEE MOTION (2.8); FINAL REVISIONS TO DESIGNATIONS RE: LAW DEBENTURE APPEAL (0.4); ATTENTION TO DOCUMENTS IN PREPARATION FOR FILING DESIGNATIONS (0.3); FORMULATE STRATEGY IN PREPARATION FOR APPALOOSA HEARING (1.2); OUTLINED TASKS IN PREPARATION FOR APPALOOSA HEARING (0.7); RESEARCH RE: MULTIPLE EXPERTS (3.7); ANALYSIS OF ISSUES RE: APPALOOSA MOTION (0.5).
FERN BM	03/07/06	7.50	FORMULATE STRATEGY RE: APPALOOSA HEARING (0.9); REVIEW EUREKA REPORT (0.6) AND OUTLINED ISSUES RE: SAME (1.0); REVIEW HAY GROUP REPORT (0.8) AND OUTLINED ISSUES RE: SAME (0.4); BEGIN DRAFTING INDEX TO JOINT EXHIBIT BINDER (1.7); ATTENTION TO EXHIBITS IN PREPARATION FOR APPALOOSA HEARING (1.2); FORMULATE STRATEGY RE: 3/21 HEARING (0.9).

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FERN BM	03/08/06	8.80	BEGIN DRAFTING WILLIAMS DECLARATION (2.4); FORMULATE STRATEGY RE: APPALOOSA DISCOVERY SCHEDULE (2.3); TELECONFERENCE WITH K. WILLIAMS RE: REBUTTAL REPORT (0.3); ATTENTION TO ISSUES RE: PREPARATION OF REBUTTAL REPORTS (1.4); ADDITIONAL REVIEW OF HAY GROUP REPORT (0.9); REVIEW DOCUMENTS RE: LEGACY LIABILITIES (0.8); ATTENTION TO ISSUES RE: COMPILATION AND SCOPE OF EXPERT REPORTS (0.7).
FERN BM	03/09/06	8.30	TELECONFERENCE WITH B. SHAW AND OTHERS RE: REBUTTAL OF EUREKA REPORT (1.5); REVIEW SUMMARY OF ISSUES RE: HAY GROUP REPORT (0.7); EMAILS TO/FROM K. WILLIAMS RE: REBUTTAL REPORT (0.4); TELECONFERENCE WITH K. WILLIAMS AND S. CLARK RE: HAY GROUP REPORT (0.7); REVIEW DOCUMENTS RE: WILLIAMS DECLARATION (2.9); CONTINUE DRAFTING WILLIAMS DECLARATION (0.8); FORMULATE STRATEGY RE: SCRIPT FOR APPALOOSA HEARING (0.4); CONTINUE DRAFTING WILLIAMS DECLARATION (0.9).
FERN BM	03/10/06	10.40	CONTINUE DRAFTING WILLIAMS DECLARATION (4.5); FORMULATE STRATEGY RE: APPALOOSA DISCOVERY AND DEPOSITIONS (0.9); REVIEW AND REVISE EXHIBIT LIST FOR APPALOOSA HEARING (0.8); COMPLETE DRAFT OF WILLIAMS DECLARATION (4.2).
FERN BM	03/11/06	2.40	REVISE WILLIAMS DECLARATION (0.9); FORMULATE STRATEGY RE: APPALOOSA DISCOVERY SCHEDULE (0.8); TELECONFERENCE WITH K. CRAFT AND OTHERS RE: APPALOOSA (0.7).
FERN BM	03/12/06	7.10	ATTENTION TO DOCUMENTS RE: WILLIAMS DECLARATION (1.6); TELECONFERENCE WITH K. CRAFT AND OTHERS RE: APPALOOSA DISCOVERY (0.6); MULTIPLE EMAILS TO/FROM K. WILLIAMS RE: DECLARATION (0.5); REVISED WILLIAMS DECLARATION (4.4).
FERN BM	03/13/06	7.50	REVISE WILLIAMS DECLARATION (2.9); ATTENTION TO DOCUMENTS IN PREPARATION FOR SERVING WILLIAMS DECLARATION (0.7); EMAILS TO/FROM K. WILLIAMS RE: SAME (0.4); REVIEW DELPHI'S SEC FILINGS (1.4); REVIEWED HYMAN DECLARATION (0.4); REVIEW EUREKA'S 3/10/06 EXPERT REPORT (0.7); FORMULATE STRATEGY RE: ROTHSCHILD REPORT (1.0).

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FERN BM	03/14/06	10.80	REVIEW GREENE DEPOSITION TRANSCRIPT (1.1); ATTENTION TO DOCUMENTS IN PREPARATION FOR HYMAN DEPOSITION (0.8); ATTEND DEPOSITION OF M. HYMAN (6.6); FORMULATE STRATEGY RE: WILLIAMS DEPOSITION (0.7); ATTENTION TO DOCUMENTS IN PREPARATION FOR WILLIAMS DEPOSITION (1.6).
FERN BM	03/15/06	14.30	ATTENTION TO DOCUMENTS IN PREPARATION FOR WILLIAMS DEPOSITION (1.1); PRE-DEPOSITION MEETING WITH K. WILLIAMS (3.2); FORMULATE STRATEGY RE: WILLIAMS DEPOSITION (1.7); ATTEND WILLIAMS DEPOSITION (3.6); DEBRIEFING RE: WILLIAMS DEPOSITION (0.5); ATTENTION TO DOCUMENTS IN PREPARATION FOR REESE DEPOSITION (0.9); PREPARE OUTLINE RE: REESE DEPOSITION (3.3).
FERN BM	03/16/06	13.30	REVIEW DOCUMENTS IN PREPARATION OF REESE DEPOSITION (2.4); ATTEND REESE DEPOSITION (3.4); ATTENTION TO APPALOOSA'S DOCUMENT REQUEST (1.0); BEGIN DRAFTING SCRIPT RE: APPALOOSA HEARING (0.8); REVIEW SUPPLEMENTAL DOCUMENT PRODUCTION FOR PRIVILEGE AND RELEVANCE (4.1); REVIEW DOCUMENTS IN PREPARATION FOR SHEEHAN DEPOSITION (1.6).
FERN BM	03/17/06	15.20	REVIEW DOCUMENTS IN PREPARATION FOR SHEEHAN DEPOSITION (0.7); PRE-DEPOSITION MEETING WITH J. SHEEHAN (0.8); ATTEND SHEEHAN DEPOSITION (1.1); ATTEND D. RESNICK DEPOSITION (8.3); FORMULATE STRATEGY RE: APPALOOSA HEARING PREPARATION (0.8); REVIEW PROPOSED EXHIBIT LIST (0.4); REVIEW SUPPLEMENTAL DECLARATIONS FILED BY APPALOOSA (1.2); RESEARCH RE: MARKET EFFICIENCY (0.5); CREATE POTENTIAL DEMONSTRATIVE EXHIBITS (1.4).
FERN BM	03/18/06	16.10	ADDITIONAL RESEARCH RE: MARKET EFFICIENCY (0.7); CREATE ADDITIONAL DEMONSTRATIVE EXHIBITS (2.4); REVISE PROPOSED ORDER RE: APPALOOSA (0.8); REVIEW TRANSCRIPT OF REESE DEPOSITION (1.2); ATTENTION TO DOCUMENTS IN PREPARATION OF TRIAL EXHIBIT BINDERS (5.9); ANALYSIS OF EUREKA'S SUPPLEMENTAL VALUATION (1.6); ADDITIONAL ATTENTION TO EXHIBITS DESIGNATED FOR HEARING (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/19/06	13.50	COMPLETE INITIAL BUILD-OUT OF EXHIBIT BINDERS (3.6); ATTENTION TO DOCUMENTS RE: EXHIBIT BINDERS (3.8); REVISE ANALYSIS OF EUREKA VALUATION (2.1); REVISE SCRIPT FOR HEARING (0.5); COMPLETION OF EXHIBIT BINDER (1.9); ATTENTION TO DOCUMENTS IN PREPARATION FOR HEARING (1.6).
FERN BM	03/20/06	16.20	COMPILE DOCUMENTS IN PREPARATION FOR APPALOOSA HEARING (2.7); ATTENTION TO EXHIBITS FOR APPALOOSA HEARING (4.6); DRAFT PROPOSED RE-DIRECT OF WILLIAMS (1.8); FORMULATE STRATEGY RE: APPALOOSA HEARING (0.9); REVIEW APPALOOSA FILINGS RE: HEARING (0.8); BEGIN DRAFTING PROPOSED RE-DIRECT OF RESNICK (3.2); STRATEGY SESSION WITH J. SHEEHAN AND S. CORCORAN AND OTHERS (1.4); ANALYSIS OF KEY ISSUES FOR HEARING (0.8).
FERN BM	03/21/06	12.10	REVISE RE-DIRECT OUTLINES (0.9); REVIEW OBJECTIONS TO MOTION TO STRIKE (0.6); PRE-HEARING MEETING WITH CLIENT (1.5); ATTEND HEARING ON APPALOOSA MOTION (7.1); REVIEW DOCUMENTS (2.0).
FERN BM	03/22/06	10.50	REVIEW MATERIALS IN PREPARATION FOR DAY TWO OF APPALOOSA HEARING (1.4); PRE-HEARING STRATEGY MEETING WITH CLIENT AND WITNESSES (2.5); ATTEND DAY TWO OF APPALOOSA HEARING (6.6).
FERN BM	03/26/06	1.40	REVIEW PROPOSED ORDERS RE: MOTION TO STRIKE EXPERTS (0.3); REVIEW PORTIONS OF TRANSCRIPT FROM APPALOOSA HEARING (1.1).
FERN BM	03/27/06	1.40	REVIEW VARIOUS CORRESPONDENCE RE: SELECTION OF EQUITY COMMITTEE (0.3); SUMMARIZE KEY ISSUES FROM APPALOOSA HEARING (0.7); REVIEW EXHIBITS MARKED DURING APPALOOSA DEPOSITIONS (0.4).
FERN BM	03/28/06	0.80	ATTENTION TO EXHIBITS USED DURING APPALOOSA HEARING (0.5); TELECONFERENCE WITH K. WILLIAMS RE: APPALOOSA HEARING (0.3).
		198.20	
GUZZARDO J	03/01/06	12.30	LEGAL RESEARCH RE: DISCOVERY LIMITATIONS AND MOTIONS TO COMPEL RELATING TO THE EQUITY COMMITTEE MOTION (12.3).
GUZZARDO J	03/02/06	13.20	LEGAL RESEARCH RE: DISCOVERY LIMITATIONS IN RESPONSE TO MOTION TO COMPEL FOR EQUITY COMMITTEE MOTION (13.2).

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GUZZARDO J	03/03/06	17.20	DOCUMENT REVIEW AND ADMINISTRATION FOR EQUITY COMMITTEE MOTION SUPPLEMENTAL DISCOVERY (17.2).
GUZZARDO J	03/04/06	13.30	DOCUMENT REVIEW AND PRODUCTION AND DEPOSITION PREPARATION OF WITNESS IN CONNECTION WITH EQUITY COMMITTEE MOTION (13.3).
GUZZARDO J	03/05/06	14.10	DOCUMENT PRODUCTION ADMINISTRATION AND REVIEW (3.0); DEPOSITION PREPARATION OF 30(B)(6) DEPONENT (11.1).
GUZZARDO J	03/06/06	12.10	DISCOVERY SCHEDULING ADMINISTRATION AND BINDER PREPARATION (6.1); LEGAL RESEARCH AND DRAFTING OF PROPOSED MOTIONS (6.0).
GUZZARDO J	03/07/06	11.50	DEPOSITION ASSISTANCE AND COORDINATION (8.4); BINDER PREPARATION (3.1).
GUZZARDO J	03/08/06	5.50	DISCOVERY SCHEDULE COORDINATION (2.2); BINDER PREPARATION (3.3).
GUZZARDO J	03/09/06	9.70	REVIEW OF DEPOSITION TRANSCRIPT (1.7); EXHIBIT BINDER COORDINATION (3.8); EXPERT REPORT REVIEW AND FINANCIAL ANALYST RESEARCH (4.2).
GUZZARDO J	03/10/06	11.50	REVIEW OF EXPERT REPORTS (2.1); NOTICES OF DEPOSITION RESEARCH AND DRAFTING (1.7); RESEARCH MATERIAL FOR HEARING ATTORNEY LISTS (1.4); EXHIBIT BINDER COORDINATION (6.3).
GUZZARDO J	03/11/06	8.10	NOTICES OF DEPOSITION (1.0); REVIEW AND COMPARISON OF EXPERT REPORTS (4.6); STATUS UPDATE AND SCHEDULING COORDINATION (2.5).
GUZZARDO J	03/12/06	8.90	REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS (4.3); COORDINATION OF EXHIBITS AND DOCUMENTS FOR DEPOSITIONS (4.6).
GUZZARDO J	03/13/06	15.30	PREPARATION FOR, ATTENDANCE OF, AND FOLLOW UP OF EQUITY COMMITTEE MOTION DEPOSITION (8.1); PREPARATION FOR FOLLOWING DAY DEPOSITION (7.2).
GUZZARDO J	03/14/06	10.50	PREPARATION FOR, ATTENDANCE OF, AND FOLLOW UP AFTER EQUITY COMMITTEE MOTION DEPOSITION (8.5); DRAFTING OF DEPOSITION ABSTRACTS (2.0).
GUZZARDO J	03/15/06	15.70	DRAFTING OF DEPOSITION ABSTRACTS (10.3); PREPARATION FOR DEPOSITIONS IN EQUITY COMMITTEE MOTION (5.4).

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GUZZARDO J	03/16/06	18.90	DEPOSITION ABSTRACT DRAFTING (5.1); DOCUMENT PRODUCTION AND ADMINISTRATION (4.5); DOCUMENT REVIEW (3.0); HEARING BINDER PREPARATION (6.3).
GUZZARDO J	03/17/06	12.20	DEPOSITION ABSTRACT DRAFTING (4.7); DOCUMENT REVIEW (2.0); HEARING BINDER PREPARATION (5.5).
GUZZARDO J	03/18/06	19.90	DEPOSITION ABSTRACT DRAFTING (4.0); HEARING BINDER PREPARATION (15.9).
GUZZARDO J	03/19/06	10.20	PREPARATION FOR EQUITY COMMITTEE MOTION HEARING; CONTINUED CREATION OF BINDERS AND CROSS EXAMINATION DOCUMENTS (10.2).
GUZZARDO J	03/20/06	17.30	FINAL WORK ON BINDERS FOR EQUITY COMMITTEE HEARING (2.5); CONTINUE CREATION OF CROSS EXAMINATION MATERIALS (10.3); LEGAL RESEARCH FOR NEWLY FILED MOTIONS (4.5).
GUZZARDO J	03/21/06	10.30	ATTEND EQUITY COMMITTEE MOTION HEARING (9.0); BREAKDOWN AND RETURN OF MATERIALS POST-HEARING (1.3).
GUZZARDO J	03/22/06	11.60	HEARING PREPARATION AND BEGINNING OF DISCOVERY WRAP UP IN CONNECTION WITH EQUITY COMMITTEE HEARING (2.0); EQUITY COMMITTEE HEARING SET-UP AND ATTENDANCE (9.6).
GUZZARDO J	03/23/06	2.50	WRAP-UP OF DISCOVERY MATERIALS AND CLIENT FILES (2.5).
GUZZARDO J	03/24/06	1.10	WRAP UP OF MATERIALS USED IN THE EQUITY COMMITTEE MOTION AND COORDINATION OF DISCOVERY STORAGE (1.1).
GUZZARDO J	03/29/06	6.10	DOCUMENT REVIEW FOR PRIVILEGE OF 1998 - 2002 BOARD MATERIALS FOR PRODUCTION TO THE UCC. (6.1).
GUZZARDO J	03/30/06	4.00	DOCUMENT REVIEW OF BOARD MATERIALS (4.0).
GUZZARDO J	03/31/06	6.10	CONTINUATION AND COMPLETION OF DOCUMENT REVIEW OF BOARD MATERIALS FOR PRODUCTION TO THE UCC (6.1).
		299.10	
HERRIOTT AV	03/01/06	3.40	PREPARE FOR (0.8), ATTEND (2.1) AND COMPLETE FOLLOW UP WORK (0.5) FOR SIXTH UCC MEETING.
HERRIOTT AV	03/02/06	0.20	REVIEW DOCUMENTS FOR EQUITY COMMITTEE MATTER (0.2).

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HERRIOTT AV	03/03/06	11.80	GATHER DISCOVERY MATERIALS IN RESPONSE TO APPALOOSA'S REQUEST FOR DISCOVERY (11.8) .
HERRIOTT AV	03/04/06	1.80	CONTINUE GATHERING DISCOVERY MATERIALS FOR APPALOOSA (1.8) .
HERRIOTT AV	03/06/06	0.50	PERFORM FOLLOW UP MATTERS RE: APPALOOSA DISCOVERY REQUEST (0.5) .
HERRIOTT AV	03/10/06	0.50	BEGIN GATHERING MATERIALS FOR SEVENTH UCC PRESENTATION (0.4); REVIEW APPALOOSA DISCOVERY MATTER (0.1) .
HERRIOTT AV	03/20/06	0.50	BEGIN DRAFTING SEVENTH UCC PRESENTATION (0.5) .
HERRIOTT AV	03/21/06	1.00	REVIEW APPALOOSA PLEADINGS (1.0) .
HERRIOTT AV	03/22/06	1.50	CONTINUE DRAFTING SEVENTH UCC PRESENTATION (1.5) .
HERRIOTT AV	03/23/06	3.80	REVIEW EQUITY COMMITTEE MOTION HEARING TRANSCRIPT (0.6); CONTINUE INITIAL DRAFT OF 7TH UCC PRESENTATION (3.2) .
HERRIOTT AV	03/24/06	7.60	DRAFT, REVIEW AND REVISE MATERIALS FOR 7TH UCC PRESENTATION (7.6) .
HERRIOTT AV	03/25/06	5.50	REVIEW AND REVISE 7TH UCC PRESENTATION (5.5) .
HERRIOTT AV	03/27/06	7.70	CONTINUE TO REVIEW AND REVISE PRESENTATION FOR 7TH UCC MEETING (7.7) .
HERRIOTT AV	03/28/06	3.80	REVIEW AND REVISE SEVENTH UCC PRESENTATION (3.8) .
HERRIOTT AV	03/29/06	5.00	REVIEW AND REVISE 7TH UCC PRESENTATION (5.0) .
HERRIOTT AV	03/30/06	4.40	PREPARATION FOR 7TH UCC MEETING (1.4); ATTEND 7TH UCC MEETING (2.8); FOLLOW UP WORK FOR 7TH UCC MEETING (0.2) .
		59.00	
MACDONALD N	03/01/06	14.60	TELECONFERENCE WITH OPPOSING COUNSEL RE: DISCOVERY-RELATED MATTERS (0.6); TELECONFERENCE WITH CO-COUNSEL RE: DISCOVERY-RELATED MATTERS (1.2); LEGAL RESEARCH RELATED TO MOTIONS TO COMPEL DISCOVERY (2.1); BEGIN DRAFT OF RESPONSE TO MOTIONS TO COMPEL (8.9); DOCUMENT REVIEW IN PREPARATION FOR PENDING IN-CHAMBERS CONFERENCE (1.8) .

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MACDONALD N	03/02/06	16.10	MEET AND CONFER WITH OPPOSING COUNSEL RE: DISCOVERY-RELATED MATTERS (2.4); ATTEND TELEPHONIC INFORMAL JUDICIAL CONFERENCE WITH OPPOSING COUNSEL ABOUT DISCOVERY-RELATED DISPUTES (1.4); CONTINUE REVISION OF RESPONSE TO MOTIONS TO COMPEL (4.2); LEGAL RESEARCH RELATED TO SAME (0.7); REVIEW DOCUMENTS RELATED TO SAME (3.1); TELECONFERENCE WITH CO-COUNSEL RE: PENDING DISCOVERY-RELATED MATTERS (4.3).
MACDONALD N	03/03/06	19.20	SUPERVISE DOCUMENT PRODUCTION PURSUANT TO THE PARTIES' AGREEMENT AND THE COURT'S DIRECTIVE, AND REVIEW DOCUMENTS RELATED TO SAME (18.5); BEGIN DRAFT OF FINAL COVER LETTER (0.7).
MACDONALD N	03/04/06	15.70	REVIEW NEWLY-PRODUCED DOCUMENTS IN PREPARATION FOR SAME (7.5); BEGIN DRAFT OF MEMORANDUM OF THEORY OF CASE (8.2).
MACDONALD N	03/05/06	19.80	CONTINUE REVIEW OF NEWLY-PRODUCED DOCUMENTS IN PREPARATION FOR SAME (2.1); ATTEND TO SUPPLEMENTAL DOCUMENT PRODUCTION MATTERS (13.6); PREPARE WITNESS FOR DEPOSITION (4.1).
MACDONALD N	03/06/06	13.20	CONTINUE TO DRAFT PLEADINGS AND PREPARE EXHIBITS FOR DEPOSITION (10.1); DOCUMENT REVIEW RELATED TO SAME (3.1).
MACDONALD N	03/07/06	18.50	CONTINUE DOCUMENT REVIEW AND EXHIBIT PREPARATION FOR DEPOSITION AND EXPERT REPORT REBUTTAL (6.3); DISCOVERY-RELATED MEETINGS WITH OPPOSING COUNSEL (3.1); ATTEND DEPOSITION (9.1).
MACDONALD N	03/08/06	10.30	ORGANIZE FILES IN PREPARATION FOR PENDING DEPOSITIONS (1.2); TELECONFERENCES WITH CO-COUNSEL RE: CASE STATUS AND FORTHCOMING CASE MANAGEMENT MATTERS AND STRATEGY (1.5); REVIEW DEPOSITION TRANSCRIPTS AND EXHIBITS THERETO (4.9); MEET WITH CLIENT ABOUT CASE MANAGEMENT MATTERS (0.4); REVIEW PENDING PLEADINGS IN PREPARATION FOR HEARING (2.3).
MACDONALD N	03/09/06	11.50	CONTINUE REVIEW OF DEPOSITION TRANSCRIPTS AND EXHIBITS THERETO (5.8); BEGIN PREPARATION OF EXPERT REPORT MATERIALS AND RESEARCH RELATED TO SAME (3.4); BEGIN REVIEW OF EXPERT REPORT DRAFTS (2.3).

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MACDONALD N	03/10/06	11.90	CONTINUE PREPARATION OF EXPERT REPORT MATERIALS AND RESEARCH RELATED TO SAME (8.3); CONTINUE REVIEW OF DEPOSITION AND EXHIBITS IN PREPARATION FOR SUPPLEMENTAL DECLARATION AND DEPOSITION DESIGNATION (3.6).
MACDONALD N	03/11/06	5.70	TELECONFERENCES WITH CO-COUNSEL RE: CASE MANAGEMENT AND STRATEGY (1.1); CONTINUE REVIEW OF DEPOSITION TESTIMONY, EXHIBITS AND DOCUMENTS RELATED THERETO (4.6).
MACDONALD N	03/12/06	11.90	CONTINUE REVIEW OF DRAFTS OF DECLARATIONS, EXHIBITS AND DOCUMENTS RELATED THERETO (11.2); TELECONFERENCE WITH CO-COUNSEL RE: CASE MANAGEMENT AND STRATEGY (0.7).
MACDONALD N	03/13/06	15.70	CONTINUE REVIEW OF DECLARATION AND EXPERT REPORT DRAFTS, EXHIBITS AND DOCUMENTS RELATED THERETO (3.4); CONTINUE REVIEW OF DEPOSITION TESTIMONY, DOCUMENTS AND EXHIBITS RELATED THERETO (10.9); TELECONFERENCE WITH EXPERT RE: MATTERS RELATED TO DECLARATION (0.3); TELECONFERENCE WITH CO-COUNSEL RE: CASE MANAGEMENT AND STRATEGY (1.1).
MACDONALD N	03/14/06	11.90	REVIEW AND PREPARE DOCUMENTS AND REPORTS FOR PRODUCTION (0.7); CONTINUE REVIEW OF DEPOSITION TRANSCRIPTS AND EXHIBITS IN PREPARATION FOR HEARING (11.2).
MACDONALD N	03/15/06	16.60	REVIEW EXPERT REPORTS AND DECLARATIONS IN PREPARATION FOR DEPOSITIONS AND HEARING (2.4); DRAFT SUPPLEMENTAL EXPERT DOCUMENT PRODUCTION LETTER REQUEST (0.8); REVIEW DOCUMENTS AND TRANSCRIPTS RELATED TO SAME (1.2); DRAFT SUBPOENA DUCES TECUM AND NOTICE OF REQUEST FOR THIRD PARTY PRODUCTION OF DOCUMENTS (0.9); REVIEW DEPOSITION TRANSCRIPTS AND EXHIBITS IN PREPARATION FOR HEARING (11.3).
MACDONALD N	03/16/06	17.40	REVIEW RECENTLY FILED LETTERS AND PLEADINGS AND DOCUMENTS RELATED TO SAME (1.6); CONTINUE REVIEW OF NEW DEPOSITION TRANSCRIPTS AND DOCUMENTS RELATED TO SAME (12.4); REVIEW DOCUMENTS FOR SUPPLEMENTAL PRODUCTION (0.8); BEGIN DRAFT OF SUPPLEMENTAL RESPONSE (2.6).

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MACDONALD N	03/17/06	17.10	CONTINUE DRAFT OF SUPPLEMENTAL RESPONSE (2.6); BEGIN DRAFT OF TRAIL SUBPOENA AND RESEARCH RELATED TO SAME (1.1); REVISE TRAIL EXHIBITS LISTS AND REVIEW DOCUMENTS RELATED TO SAME (3.0); CONTINUE REVIEW OF DEPOSITION TRANSCRIPTS AND DOCUMENTS RELATED TO SAME (9.4); TELECONFERENCES RE: MATTERS RELATED TO SELECTION AND PRODUCTION OF DEMONSTRATIVE EXHIBITS (1.0).
MACDONALD N	03/18/06	20.40	TELECONFERENCES WITH TRIAL SUPPORT CONSULTANTS (2.1); BEGIN PREPARATION OF TRIAL AND EXHIBIT BINDERS, EXHIBITS AND PREPARE AND REVIEW DOCUMENTS FOR SAME (18.3).
MACDONALD N	03/19/06	12.60	CONTINUE REVIEW OF DOCUMENTS DESIGNATED FOR PRODUCTION (6.8); CONTINUE PREPARATION OF EVIDENCE AND DOCUMENT BINDERS FOR HEARING (5.8).
MACDONALD N	03/20/06	18.50	CONTINUE BINDER PRODUCTION AND MATTERS RELATED THERETO (12.2); LEGAL RESEARCH RELATED TO APPALOOSA'S PRETRIAL MOTIONS (6.3).
MACDONALD N	03/21/06	12.60	CONTINUE LEGAL RESEARCH RELATED TO APPALOOSA'S PRETRIAL MOTIONS (2.3); ATTEND HEARING (10.3).
MACDONALD N	03/22/06	9.50	ATTEND HEARING RE EQUITY COMMITTEE MOTION (9.5).
MACDONALD N	03/23/06	3.40	ORGANIZE FILES POST-HEARING (3.4).
		324.10	
MEISLER RE	03/01/06	4.70	REVIEW AND COMMENT ON STATEMENT RE: GM MOTION TO BE APPOINTED UCC (0.5); PREPARE FOR UCC MEETING (0.5); ATTENDED UCC MEETING (2.0); CONFERENCE WITH H. BAER RE: LAW DEBENTURE APPEAL (0.1); REVIEW DEBTORS' DRAFT RESPONSE TO LAW DEBENTURE MOTION FOR APPEAL (0.5); CONFERENCE WITH S. CORCORAN RE: SAME (0.1); REVIEW APPALOOSA DOCUMENTS (0.5); REVIEW DRAFT OBJECTION TO APPALOOSA'S MOTION TO COMPEL (0.5).

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MEISLER RE	03/02/06	12.00	CONTINUE ATTENTION TO STATEMENT RE: GM MOTION DIRECTING ITS APPOINTMENT TO THE UCC (0.1); CONFERENCE WITH S. CORCORAN RE: APPALOOSA (0.1); PARTICIPATE ON TELECONFERENCE WITH WHITE & CASE RE: APPALOOSA DISCOVERY MATTERS (1.7); CONFERENCE WITH F. KUPICKI RE: APPALOOSA DOCUMENT REQUESTS (2.0); CONTINUE TO FOLLOW UP ON APPALOOSA MATTERS, INCLUDING REVIEW REQUEST OF ADDITIONAL DOCUMENTS (1.2); INTERVIEW COMPANY PERSONNEL RE: SAME (2.5) AND REVIEW DELIVERED DOCUMENTS RE: SAME (4.4).
MEISLER RE	03/03/06	14.70	CONTINUE TO FOLLOW UP ON APPALOOSA DISCOVERY MATTERS THROUGH INTERVIEWS OF COMPANY PERSONNEL (4.9); REVIEW DELIVERED DOCUMENTS RE: SAME (9.8).
MEISLER RE	03/04/06	2.10	CONTINUE TO REVIEW OF APPALOOSA PLEADINGS (0.9); PREPARED FOR J. SHEEHAN DEPOSITION (0.6); STRATEGIZED RE: GO FORWARD PLANNING RE: APPALOOSA (0.6).
MEISLER RE	03/05/06	1.20	CONTINUE TO REVIEW MATTERS RE: APPALOOSA (1.2).
MEISLER RE	03/06/06	3.40	CONTINUE TO WORK ON APPALOOSA MOTION (3.4).
MEISLER RE	03/07/06	1.70	CONTINUE TO WORK ON APPALOOSA MOTION (1.7).
MEISLER RE	03/08/06	0.30	CONTINUE TO WORK ON APPALOOSA MOTION (0.3).
MEISLER RE	03/09/06	2.00	REVIEW UCC OBJECTION TO GM MOTION DIRECTING ITS APPOINTMENT TO UCC AND REVIEW GM WITHDRAWAL OF MOTION RE: SAME (0.2); CONTINUE TO WORK ON APPALOOSA MOTION DISCOVERY (1.8).
MEISLER RE	03/10/06	1.60	CONTINUE TO WORK ON APPALOOSA MATTER (1.6).
MEISLER RE	03/13/06	0.40	CONTINUE TO WORK ON APPALOOSA MATTERS (0.4).
MEISLER RE	03/14/06	0.70	CONTINUE ATTENTION TO APPALOOSA MATTERS (0.7).
MEISLER RE	03/15/06	2.50	PARTICIPATE ON INTERNAL CONFERENCE CALL RE: PREPARATIONS OF PROFESSIONAL MEETING WITH UCC (1.0); CONFERENCE WITH T. MATZ RE: SAME (1.3); FOLLOW-UP RE: SAME (0.2).
MEISLER RE	03/16/06	3.60	ATTENTION TO ADDITIONAL DOCUMENT REQUEST BY APPALOOSA (3.2); CONFERENCE WITH S. SALRIN RE: SAME (0.4).

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MEISLER RE	03/20/06	0.20	ASSIST WITH APPALOOSA PREPARATION (0.2).
MEISLER RE	03/23/06	0.90	ATTENTION TO PRESENTATION FOR 3/30 UCC MEETING (0.9).
MEISLER RE	03/24/06	0.50	ATTENTION TO PRESENTATION RE: 3/30 UCC MEETING (0.5).
MEISLER RE	03/25/06	0.80	REVIEW AND COMMENTED ON UCC PRESENTATION (0.8).
MEISLER RE	03/27/06	0.10	TELECONFERENCE WITH H. BAER RE: UCC MEETING (0.1).
MEISLER RE	03/29/06	3.00	REVIEW SLIDES FOR UCC MEETING (0.5); ATTEND UCC DINNER (2.5).
MEISLER RE	03/30/06	3.00	PREPARE FOR UCC MEETING (0.3); ATTEND SAME (2.7).

59.40

MICHELI MJ	03/07/06	1.40	WORK ON APPALOOSA DISCOVERY MATTERS (1.4).
		1.40	

REESE RG	03/28/06	1.30	REVIEW AND COMMENT ON PRESENTATION TO CREDITORS' COMMITTEE (1.3).
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1.30

STUART NL	03/01/06	2.90	REVISE GM STATEMENT (0.7); DRAFT SCRIPT FOR GM STATEMENT (0.6); DRAFT PROFFER AND Q&A (1.6).
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STUART NL	03/02/06	4.50	REVISE GM STATEMENT (0.3); REVISE SCRIPT (0.5); COORDINATE REVISIONS TO GM STATEMENT AND SUPERVISE FILING (2.8); FURTHER REVISE SCRIPT (0.9).
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STUART NL	03/07/06	2.10	REVISE SCRIPT RE: GM APPOINTMENT TO UCC (1.3); REVIEW VARIOUS FILINGS RE: SAME (0.8).
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STUART NL	03/08/06	0.40	REVISE SCRIPT FOR GM MOTION (0.4).
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STUART NL	03/25/06	1.20	REVISE UCC PRESENTATION (1.2).
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11.10

TOUSSI S	03/01/06	9.80	EDIT AND REVISE OPPOSITION TO APPALOOSA'S MOTION TO APPOINT EQUITY COMMITTEE (4.5); RESEARCH ISSUES RE: CASELAW AND RELATED CASES (2.0); PREPARE BRIEF AND DECLARATION FOR FILING (1.5); REVIEW MOTION TO COMPEL DISCOVERY (0.8); ADDRESS ISSUES RE: CASE MANAGEMENT (0.4) AND AGENDA IN CONNECTION WITH 3/9 HEARING (0.6).
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TOUSSI S	03/02/06	8.20	EDIT AND REVISE VARIOUS PROFFERS FOR 3/9 HEARING, INCLUDING Q &AS FOR EQUITY HEARING WITNESSES (2.0); REVIEW DOCUMENTS PRODUCED BY DEBTORS IN CONNECTION WITH PREPARING FOR APPALOOSA EQUITY COMMITTEE MOTION (2.0); VARIOUS TELECONFERENCE RE: DISCOVERY RELATED MATTERS AND DEPOSITION (1.4); TELECONFERENCE WITH CHAMBERS RE: DISCOVERY DISPUTES (0.8); FINALIZE BRIEF AND PREPARE EXHIBITS FOR FILING AND DISTRIBUTION (2.0).
TOUSSI S	03/03/06	5.80	RESEARCH ISSUES RE: ANALYZING AND VALUING CONTINGENT CLAIMS IN CONTEXT OF APPOINTING EQUITY COMMITTEE (2.5); DRAFT MEMO RE: SAME (1.1); REVIEW BOARD MATERIALS AND FINANCIAL MATERIALS IN CONNECTION WITH PRODUCTION OF DOCUMENTS (2.2).
TOUSSI S	03/05/06	8.60	RESEARCH ISSUE ON VALUATION AND CONTINGENT CLAIMS (2.5); PREPARE MEMO RE: SAME IN CONNECTION WITH APPALOOSA REQUEST TO APPOINT AN EQUITY COMMITTEE (2.7); ADDRESS AND RESPOND TO CORRESPONDENCE RE: DISCOVERY AND DOCUMENT REQUESTS (1.2); VARIOUS TELECONFERENCE RE: SCHEDULING MATTERS FOR HEARING AND DEPOSITIONS (0.7); RESEARCH BACKGROUND ON APPALOOSA'S EXPERTS (1.5).
TOUSSI S	03/06/06	12.60	VARIOUS TELECONFERENCES TO DISCUSS HEARING MATTERS, INCLUDING SCHEDULING OF EXPERTS AND COMPANY WITNESSES (1.2); DRAFT AND REVISE EXPERT REPORT FOR DAVID RESNICK (2.2); PREPARE Q/AS FOR CROSS EXAMINATION OF S. GREENE AND M. HYMAN FROM EUREKA (2.7); DRAFT PRELIMINARY REPORT AND ADDRESS ISSUES RE: WATSON WYATT EXPERT REBUTTAL REPORT (1.4); VARIOUS TEAM MEETINGS TO DISCUSS STATUS AND ADDRESS/RESPOND TO CORRESPONDENCE RE: SAME (1.1); REVIEW BACKGROUND ON OPEB CLAIMS (0.5); ADDRESS ISSUES RE: DEPOSITION NOTICES AND DOCUMENT SUBPOENAS (1.0); REVIEW EXPERT REPORTS BY EUREKA AND HAY GROUP (2.5).

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TOUSSI S	03/07/06	11.60	REVIEW HAY REPORT AND RESEARCH OPEB AND PENSION BENEFIT MATTERS IN CONNECTION WITH APPALOOSA MOTION FOR EQUITY COMMITTEE (2.2); TEAM MEETING TO DISCUSS STRATEGY (0.5); PREPARE DRAFT RESNICK AND WILLIAMS DECLARATIONS (1.3); ADDRESS AND RESPOND TO CORRESPONDENCE RE: DISCOVERY AND APPALOOSA OBJECTION (0.9); REVIEW EXHIBIT LISTS FOR HEARING AND FOR GREENE DEPOSITION (1.0); RESEARCH ISSUES RAISED IN EUREKA EXPERT REPORT (1.5); ADDRESS ISSUES RE: SHEEHAN DEPOSITION TESTIMONY (1.0); TELECONFERENCE RE: WILLIAMS DECLARATION AND REPORT AND ADDRESS ISSUES RE: SAME (1.2); ANALYZE POTENTIAL CLAIMS IN BANKRUPTCY CASE BY GM/UNIONS AND RESEARCH MATTERS RE: SAME (2.0).
TOUSSI S	03/08/06	11.40	TEAM MEETING TO DISCUSS STRATEGY RE: DISCOVERY AND UPCOMING EXPERT REPORTS AND DEPOSITIONS ON APPALOOSA MOTION (1.5); EDIT AND REVISE RESNICK AND WILLIAMS DECLARATIONS (2.3); ADDRESS CORRESPONDENCE RE: DISCOVERY (0.5); REVIEW EXHIBIT LISTS FOR HEARING AND FOR GREENE DEPOSITION (1.0); RESEARCH ISSUES RAISED IN EUREKA EXPERT REPORT AND FOLLOWUP WITH ROTHSCHILD (1.5); REVIEW SHEEHAN DEPOSITION TESTIMONY (1.5); REVIEW DOCUMENTS AND DOCUMENTS PRESENTED AT SHEEHAN DEPOSITION AND ANALYZE SAME FOR DEPOSITION PREP (1.5); PREPARE PROFFERS RE: MOTION TO APPOINT EQUITY COMMITTEE (0.8) AND DISCOVERY SCHEDULING MATTER (0.8).
TOUSSI S	03/09/06	9.20	REVIEW AND ANALYZE EUREKA AND HAY REPORT IN CONNECTION WITH PREPARING ROTHSCHILD REPORT (2.2); REVIEW ROTHSCHILD ANALYSIS OF EUREKA REPORT AND EDIT RESNICK DECLARATION (1.5); ADDRESS DISCOVERY PRODUCTION ISSUES (1.0); REVIEW LORAL TRANSCRIPT RE: PREPARATION FOR DEPOSITIONS (0.8); CORRESPOND WITH ROTHSCHILD RE: PREPARATION OF REPORT (0.3); REVIEW ANALYST REPORTS ON DELPHI SECURITIES AND MARKET REPORTS (1.0); RESEARCH ISSUES RE: VESTING OF OPEB LIABILITIES AND RELATED LABOR ISSUES (1.4); REVIEW DRAFT WILLIAMS REPORT (1.0).

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TOUSSI S	03/10/06	12.70	REVIEW REVISED EXPERT REPORTS BY EUREKA (2.0) AND HAY REPORT (1.2); EDIT AND REVISE RESNICK DRAFT DECLARATION AND CIRCULATE SAME (3.5), REVIEW DRAFT ORDER RE: MOTION (0.5), ADDRESS ISSUES RE: DISCOVERY INCLUDING DEPOSITION NOTICES AND DOCUMENT PRODUCTION (2.5); ADDRESS CORRESPONDENCE RE: DISCOVERY (1.2); RESEARCH ISSUES RE: RULE 26(A) (0.3) AND OPEB AND PENSION BENEFIT MATTERS, INCLUDING VESTING AND TERMINATION ISSUES (1.5).
TOUSSI S	03/11/06	12.20	EDIT AND REVISE RESNICK DECLARATION (2.0); REVIEW AND EDIT ROTHSCHILD DRAFT REPORT (1.5); REVIEW EUREKA REPORT AND PREPARE FOR GREENE/HYMAN DEPOSITIONS (2.5); VARIOUS TEAM MEETINGS TO DISCUSS STATUS OF PREPARATION (1.5); ADDRESS AND RESPOND TO CORRESPONDENCE RE: DOCUMENTS (1.2); REVIEW REVISED HAY REPORT AND DRAFT WILLIAMS DECLARATION AND ADDRESS ISSUES RE: OPEB AND PENSION BENEFITS RE: SAME (2.0); REVIEW SHEEHAN DEPOSITION AND PREPARE MEMO RE: SAME (1.5).
TOUSSI S	03/12/06	16.70	WORK ON RESNICK DECLARATION (2.5); WORK IN GREENE DEPOSITION PREPARATION AND Q/A (2.1); REVIEW BACKGROUND MATERIALS AND CASES ON GREENE AND HYMAN (1.4); REVIEW 13D/GS AND FORM 8-KS FILED BY GM AND DELPHI DURING PAST 8 MONTHS (1.7); VARIOUS TEAM MEETINGS TO DISCUSS STATUS OF PREPARATION (1.6); ADDRESS AND RESPOND TO CORRESPONDENCE RE: DOCUMENTS (1.3); REVIEW HAY REPORTS AND DRAFT WILLIAMS DECLARATION IN CONNECTION WITH DEPOSITION PREPARATION (1.6); REVIEW SHEEHAN DEPOSITION TESTIMONY (2.5); REVIEW ARTICLES RE: MARKET EFFICIENCY AND ANALYST REPORTS RE: DELPHI SECURITIES (2.0).
TOUSSI S	03/13/06	16.10	PREPARE FOR GREENE DEPOSITION (1.5), ATTEND DEPOSITION (4.0), FOLLOWUP ISSUES RE: SAME (0.8); WORK ON ROTHSCHILD REPORT AND RESNICK DECLARATION (5.5), TEAM STATUS MEETING TO DISCUSS DISCOVERY SCHEDULE (0.8); ADDRESS ISSUES RE: RESNICK DEPOSITION PREPARATION AND REVIEW DOCUMENTS (2.0); ADDRESS DOCUMENT PRODUCTION ISSUES (1.5).

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TOUSSI S	03/14/06	7.60	PREPARE FOR RESNICK DEPOSITION PREPARATION (1.2); EDIT AND REVISE ROTHSCHILD REPORT AND RESNICK DECLARATION (1.5); DEPOSITION PREP FOR RESNICK (1.8); FOLLOWUP ISSUES RE: SAME (1.0); ADDRESS CORRESPONDENCE RE: DISCOVERY (0.8); VARIOUS TELECONFERENCE RE: OUTSTANDING DISCOVERY ISSUES (0.5); ADDRESS ISSUES RE: HYMAN DEPOSITION (0.8).
TOUSSI S	03/15/06	4.50	ADDRESS DISCOVERY ISSUES RE: APPALOOSA MOTION TO APPOINT EQUITY COMMITTEE (1.2); ADDRESS ISSUES RE: RESNICK DEPOSITION (1.0); REVIEW CORRESPONDENCE RE: ADDITIONAL DISCOVERY REQUESTED BY APPALOOSA (0.8); REVIEW HYMAN DEPOSITION TESTIMONY IN CONNECTION WITH RESNICK PREP (1.5).
TOUSSI S	03/16/06	2.00	REVIEW SHEEHAN AND HYMAN DEPOSITION TRANSCRIPTS IN CONNECTION WITH RESNICK PREPARATION (2.0).
TOUSSI S	03/17/06	5.40	EDIT AND REVISE SCRIPT FOR APPALOOSA HEARING (2.3); ADDRESS AND RESOLVE ISSUES RELATED TO VARIOUS APPALOOSA DECLARATIONS AND DOCUMENT PRODUCTION ISSUES (2.1); ADDRESS ISSUES RE: VARIOUS DEPOSITIONS (1.0).
TOUSSI S	03/19/06	4.50	REVIEW DOCUMENT PRODUCTIONS IN CONNECTION WITH LITIGATION (1.5); ADDRESS DISCOVERY ISSUES (0.8); RESPOND TO CORRESPONDENCE RE: DISCOVERY (0.7); REVIEW DEPOSITION TRANSCRIPTS (1.5).
TOUSSI S	03/20/06	11.50	EDIT AND REVISE SCRIPT FOR APPALOOSA MOTION, INCORPORATE SECTIONS FROM SHEEHAN DECLARATION, RESNICK DECLARATION, AND WILLIAMS DECLARATION (4.3); VARIOUS TEAM MEETING TO DISCUSS STATUS OF CASE (1.2); REVIEW APPALOOSA REPLY BRIEF (1.5); REVIEW ANCILLARY MOTIONS BY APPALOOSA TO QUASH DEPOSITION TESTIMONY AND TO EXCLUDE EXPERT TESTIMONY OF RESNICK AND WILLIAMS (1.9); RESEARCH ISSUES IN CONNECTION WITH SAME (1.4); ADDRESS DISCOVERY ISSUES AND DOCUMENT PRODUCTIONS AND ISSUES RELATED TO ROTHSCHILD REPORT (1.2).
TOUSSI S	03/21/06	5.90	ADDRESS AND RESOLVE ISSUES RELATED TO DISCOVERY IN CONNECTION WITH APPALOOSA HEARING (1.3); HEARING RE: MOTION (2.4); FOLLOWUP ISSUES RELATED TO HEARING (1.2); REVIEW EXPERT REPORTS AND RESEARCH REPORTS (1.0).

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TOUSSI S	03/22/06	7.60	PREPARE FOR HEARING ON ADJOURNED APPALOOSA HEARING (1.2); HEARING RE: SAME (4.2); ADDRESS FOLLOWUP ISSUES RE: PROVIDING NOTICE TO SHAREHOLDERS OF APPOINTMENT OF EQUITY COMMITTEE (2.2).
TOUSSI S	03/23/06	4.40	VARIOUS CORRESPONDENCE AND CONFERENCE CALLS WITH CLAIMS AGENT AND DEBTORS RE: PROVIDING NOTICE TO SHAREHOLDERS RE: APPOINTMENT OF EQUITY COMMITTEE (1.8); ADDRESS ISSUES RE: SERVICE OF NOTICE THROUGH ATP AND SERVICE BY PUBLICATION (1.2); WORK ON UCC PRESENTATION (1.4).
TOUSSI S	03/24/06	1.90	WORK WITH CLAIMS AGENT AND ADP RE: PROVIDING NOTICE TO SHAREHOLDERS RE: APPOINTMENT OF AN EQUITY COMMITTEE (1.3); VARIOUS CORRESPONDENCE RE: ISSUES ON RECORD DATE AND NOTICE PROCEDURES (0.6).
TOUSSI S	03/25/06	1.20	WORK ON DRAFT ORDERS RE: APPALOOSA MOTION (1.2).
TOUSSI S	03/26/06	2.50	REVIEW DRAFT CONFIDENTIALITY AGREEMENTS IN CONNECTION WITH POSSIBLE CONFIDENTIALITY AGREEMENT WITH APPALOOSA (1.0); DRAFT ORDERS RE: APPALOOSA'S MOTIONS TO STRIKE EXPERT TESTIMONY (1.5).
TOUSSI S	03/27/06	1.50	ADDRESS ISSUES RE: APPOINTMENT OF EQUITY COMMITTEE (0.8); CORRESPONDENCE WITH CLAIMS AGENT AND ADP RE: SERVICE OF NOTICE TO EQUITYHOLDERS (0.7).
TOUSSI S	03/28/06	2.70	DRAFT AND REVISE CONFIDENTIALITY AGREEMENTS RE APPALOOSA (1.5); REVIEW LAW DEBENTURE AND CREDITORS' COMMITTEE PRECEDENT AND CONFORM APPALOOSA AGREEMENT TO SAME (1.2).
TOUSSI S	03/29/06	1.30	ADDRESS ISSUES RE: APPALOOSA CONFIDENTIALITY AGREEMENT, EDIT AND REVISE SAME (1.3).
TOUSSI S	03/30/06	1.50	ADDRESS AND RESOLVE ISSUES RE: EQUITY COMMITTEE NOTICE (0.8); CORRESPONDENCE RE: EQUITY COMMITTEE NOTICE, EDIT AND REVISE SAME (0.3); VARIOUS CONFERENCE CALLS RE: NOTICE WITH US TRUSTEE AND CLAIMS AGENT (0.4).
		200.90	
ZALTZMAN H	03/03/06	3.20	REVIEW APPALOOSA MOTION AND SKADDEN RESPONSES IN PREPARATION FOR DOCUMENT PRODUCTION WORK AT TROY, MICHIGAN (3.2).

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ZALTZMAN H	03/04/06	17.20	RESEARCH, DRAFT, AND PRODUCE DOCUMENTS RE: UPCOMING DEPOSITION OF J. SHEEHAN AND MARCH 9 OMNIBUS HEARING IN REGARDS TO APPALOOSA MANAGEMENT'S EQUITY COMMITTEE MOTION (17.2).
ZALTZMAN H	03/05/06	13.20	CONTINUE TO RESEARCH, DRAFT, AND PRODUCE DOCUMENTS RE: UPCOMING DEPOSITION OF J. SHEEHAN AND MARCH 9 OMNIBUS HEARING IN REGARDS TO APPALOOSA MANAGEMENT'S EQUITY COMMITTEE MOTION (13.2).
ZALTZMAN H	03/06/06	8.30	RESEARCH, DRAFT, REVIEW DOCUMENTS RE: UPCOMING HEARING IN REGARDS TO APPALOOSA MANAGEMENT'S EQUITY COMMITTEE MOTION (8.3).
ZALTZMAN H	03/07/06	3.20	CONTINUE REVIEW OF APPALOOSA EXPERT REPORTS (3.2).
ZALTZMAN H	03/08/06	7.00	CONTINUE REVIEW OF EXPERT REPORTS AND OTHER DOCUMENTS RE: APPALOOSA LITIGATION (6.2); DEVELOP STRATEGY FOR NEXT WEEK'S APPALOOSA PROCEEDINGS (0.8).
ZALTZMAN H	03/09/06	6.60	CONTINUE REVIEW OF FINANCIAL REPORTS RE: APPALOOSA MOTION (3.3); TELECONFERENCE WITH D. RESNICK AND B. SHAW OF ROTHSCHILD RE: APPALOOSA EXPERT REPORTS AND STRATEGY MOVING FORWARD (2.0); CORRESPOND WITH A. KIRSHNER OF WHITE AND CASE RE: DELIVERY OF APPALOOSA CP (0.1); BEGIN ORGANIZATION/PREPARATION OF APPALOOSA HEARING BINDER (0.4); REVIEW NOTES FROM EARLIER ROTHSCHILD MEETING RE: APPALOOSA LITIGATION (0.8).
ZALTZMAN H	03/10/06	4.70	SEARCH FOR LORAL ORDER DENYING EQUITY COMMITTEE (0.4); DRAFT PROPOSED ORDER RE: APPALOOSA'S MOTION (1.1); CONTINUE REVIEW OF ANALYST FINANCIAL REPORTS RE: APPALOOSA'S EXPERT REPORTS (2.9); REVIEW UPDATED APPALOOSA ACTUARIAL EXPERT REPORTS (0.3).
ZALTZMAN H	03/12/06	4.60	CONTINUE REVIEW OF UPDATED APPALOOSA REPORT, PARTICULARLY EUREKA'S EXPERT REPORT (2.8); RESEARCH ISSUES ARISING IN PREPARATION OF REBUTTAL EXPERT REPORTS RE: APPALOOSA LITIGATION (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	03/13/06	5.40	REVIEW ROTHSCHILD'S REBUTTAL REPORT RE: APPALOOSA LITIGATION (1.2) REVIEW WILLIAM'S DECLARATION AND DISCLOSURE RE: APPALOOSA LITIGATION (0.4) DRAFT/EDIT RESNICK DECLARATION AND ROTHSCHILD REPORT RE: APPALOOSA LITIGATION (1.0) PREP/ORGANIZE MATERIALS FOR RESNICK DEPOSITION PREPARATION (2.1) DRAFT APPENDIX TO ROTHCHILD'S EXPERT REPORT RE: APPALOOSA LITIGATION (0.7).
ZALTZMAN H	03/14/06	2.60	CONTINUE COLLECTING/ORGANIZING DOCUMENTS FOR D. RESNICK OF ROTHSCHILD DEPOSITION PREP RE: APPALOOSA LITIGATION (1.0) PREPARE DOCUMENT PRODUCTION IN SUPPORT OF ROTHSCHILD'S EXPERT REPORT RE: APPALOOSA LITIGATION (1.2); REVIEW NEXT STEPS FOR UPCOMING WEEK RE: APPALOOSA LITIGATION (0.4).
ZALTZMAN H	03/16/06	1.20	REVIEW LEHMEN REPORT RE: APPALOOSA LITIGATION (0.8); REVIEW SCHEDULING FOR WEEKEND APPALOOSA DOC PREP AND BINDER PREP (0.4).
ZALTZMAN H	03/17/06	1.00	REVIEW SHEEHAN DEPOSITION PRODUCTION RE: APPALOOSA LITIGATION (1.0).
ZALTZMAN H	03/18/06	4.70	DRAFT MARCH 21 HEARING SCRIPT (2.5); REVIEW MARCH 21 HEARING SCRIPT (1.8); RESEARCH CERTAIN OUTSTANDING ISSUES RE: MARCH 21 HEARING SCRIPT RE: APPALOOSA LITIGATION (0.4).
ZALTZMAN H	03/19/06	0.90	ORGANIZE/PREPARE EXHIBIT BINDER FOR MARCH 21 HEARING RE: APPALOOSA LITIGATION (0.6); REVIEW MARCH 21 HEARING SCRIPT RE: APPALOOSA LITIGATION (0.3).
ZALTZMAN H	03/20/06	10.30	REVIEW APPALOOSA HEARING SCRIPT AND OTHER DOCUMENTS FOR INCLUSION IN HEARING BINDERS (3.4); FINAL PREP/ORGANIZATION OF EXHIBIT BINDERS FOR MARCH 21 HEARING RE: APPALOOSA LITIGATION (3.2); REVIEW BRANDES MOTION IN SUPPORT OF APPALOOSA'S MOTION (0.3); REVIEW APPALOOSA REPLY BRIEF (1.5); REVIEW APPALOOSA'S MOTIONS TO EXCLUDE RE: APPALOOSA LITIGATION (1.9).
ZALTZMAN H	03/21/06	11.00	PREPARE/ORGANIZE/DELIVER ALL MATERIALS TO COURT FOR MARCH 21 HEARING (3.0) ATTEND/TAKE NOTES/SUPPORT MARCH 21 HEARING RE: APPALOOSA'S MOTION (8.0).
ZALTZMAN H	03/22/06	8.90	PREPARATION FOR EXTENSION OF APPALOOSA HEARING (2.6); ATTEND APPALOOSA HEARING AND TAKE NOTES RE: CASE LAW DISCUSSED (6.3).

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ZALTZMAN H	03/23/06	2.20	RESEARCH ALL BANKRUPTCY CASES DISCUSSED BY JUDGE DRAIN AT 3/22 HEARING RE: APPALOOSA'S MOTION (1.2); PREPARE BAR DATE MOTION SLIDES FOR UCC PRESENTATION (0.3); REVIEW ALL DOCUMENTS FROM MARCH 21-22 HEARING TO SEE WHAT TO KEEP, SEND, TRASH (0.7).
		116.20	
ZIEGLER VE	03/27/06	6.10	REVIEW AND ANALYZE THE CREDITORS' COMMITTEE'S RESPONSE TO GM'S MOTION TO BE APPOINTED TO THE COMMITTEE AND THE CREDITORS' COMMITTEE'S 2004 MOTION (3.7); PREPARE MEMO RE: GM'S CLAIMS AND THE COMMITTEE'S ARGUMENTS AGAINST GM'S ASSERTED CLAIMS (2.4).
ZIEGLER VE	03/28/06	3.50	REVIEW AND ANALYZE THE CREDITORS' COMMITTEE'S RESPONSE TO GM'S MOTION TO BE APPOINTED TO THE COMMITTEE AND THE CREDITORS' COMMITTEE'S 2004 MOTION (1.2); WORK ON MEMO RE: GM'S CLAIMS AND THE COMMITTEE'S ARGUMENTS AGAINST GM'S ASSERTED CLAIMS (2.3).
ZIEGLER VE	03/31/06	2.10	DRAFT PROFFERS RE: UCC'S 2004 MOTION (2.1).
		11.70	
Total Associate		1,284.30	
DEMMA J	03/01/06	1.80	UPDATE APPALOOSA DOCUMENT PRODUCTION MATERIALS (1.8).
DEMMA J	03/02/06	0.60	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (0.6).
DEMMA J	03/03/06	2.10	UPDATE APPALOOSA DOCUMENT PRODUCTION FILE (2.1).
DEMMA J	03/06/06	3.20	PREPARE MATERIALS RELATING TO APPOINTMENT OF EQUITY COMMITTEE BY APPALOOSA MANAGEMENT FOR ATTORNEY REVIEW (2.6); PREPARE MATERIALS FOR DOCUMENT PRODUCTION (0.6).
DEMMA J	03/07/06	1.10	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (1.1).
DEMMA J	03/08/06	3.40	PREPARE EXHIBIT MATERIALS RE: J. SHEEHAN DEPOSITION (2.3); UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (1.1).
DEMMA J	03/09/06	0.60	BATES LABEL DOCUMENTS FOR DISTRIBUTION TO APPALOOSA MANAGEMENT (0.6).
DEMMA J	03/10/06	1.60	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	03/13/06	2.60	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (2.6) .
DEMMA J	03/14/06	2.10	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (2.1) .
DEMMA J	03/15/06	1.60	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (1.6) .
DEMMA J	03/20/06	4.10	PREPARE DOCUMENTS RE: APPALOOSA DOCUMENT PRODUCTION (4.1) .
DEMMA J	03/22/06	3.10	PREPARE MATERIALS RE: APPALOOSA MANAGEMENT FOR ATTORNEY REVIEW (3.1) .
		27.90	
JACOBSON SJ	03/01/06	13.10	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (13.1) .
JACOBSON SJ	03/02/06	12.80	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (12.8) .
JACOBSON SJ	03/03/06	16.40	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (16.4) .
JACOBSON SJ	03/07/06	3.40	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (3.4) .
JACOBSON SJ	03/08/06	6.60	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (6.6) .
		52.30	
NOWICKI JA	03/08/06	8.80	ATTENTION TO PREPARING DEPOSITION EXHIBITS FOR ATTORNEY REVIEW (8.8) .
		8.80	
SALAZAR AG	03/01/06	6.80	PREPARE AND ELECTRONICALLY FILE PLEADINGS IN RESPONSE TO APPALOOSA (6.8) .
SALAZAR AG	03/02/06	4.60	COORDINATE EXHIBITS AND PREPARE DOCUMENT FOR MEET AND CONFER AND DELIVERY TO CHAMBER (4.6) .
SALAZAR AG	03/06/06	6.00	PREPARE AND ELECTRONICALLY FILE OBJECTION TO LAW DEBENTURE (0.7) ; DISCUSS LOGISTICS FOR COORDINATING APPALOOSA RELATED WORK (0.8) ; PREPARE AND ASSIST WITH APPALOOSA MATTER (4.5) .
SALAZAR AG	03/13/06	0.90	ASSEMBLE HEARING BINDERS FOR APPALOOSA (0.9) .
SALAZAR AG	03/15/06	0.60	ATTEND MEETING ON APPALOOSA ADMINISTRATIVE TASKS (0.6) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	03/16/06	2.70	REVIEW MEMO RE: ADMINISTRATION OF APPALOOSA PRODUCTION (0.1); PREPARE AND ELECTRONICALLY FILE STIPULATION (0.3); COORDINATE ASSEMBLY OF CONFIDENTIAL MATERIALS FOR TRUSTEE AND COMMITTEE MEETING (2.3).
SALAZAR AG	03/17/06	1.50	ASSEMBLE MATERIALS FOR APPALOOSA HEARING (1.5).
SALAZAR AG	03/20/06	16.90	DELIVER TRIAL EXHIBITS TO CHAMBERS (2.1); ASSIST AND COORDINATE WITH ASSEMBLY OF ALL TRIAL HEARING MATERIALS AND OTHER PREPARATIONS (14.8).
SALAZAR AG	03/21/06	9.50	FINALIZE LAST MINUTE PREPARATIONS FOR COURT (3.0); ATTEND AND ASSIST AT COURT HEARING (6.5).
SALAZAR AG	03/22/06	7.50	PLACE ORDERS FOR HEARING TRANSCRIPTS (0.3); COORDINATE FINAL PREPARATION FOR HEARING (1.2); ATTEND COURT HEARING (6.0).
SALAZAR AG	03/23/06	2.00	TELECONFERENCE RE: EQUITY HOLDERS (0.4); DISTRIBUTE TRANSCRIPTS (0.9); FILE MAINTENANCE FOR HEARING MATERIALS (0.7).
		59.00	
ZSOLDOS AF	03/01/06	2.80	PAGE CHECK PRESENTATIONS AND OTHER PREPARATION FOR CREDITORS COMMITTEE MEETING (1.7); ORGANIZE MATERIAL AND ATTEND TO MISCELLANEOUS TASKS DURING AND AFTER MEETING (1.1).
ZSOLDOS AF	03/03/06	2.20	DISTRIBUTE CREDITORS COMMITTEE PRESENTATIONS (2.2).
ZSOLDOS AF	03/06/06	5.10	COORDINATE CDS FOR PRODUCTION (0.5); WORK RE: PREPARATION FOR VARIOUS MATTERS (2.9); PRECEDENT RESEARCH FOR ORDERS APPROVING OR DENYING EQUITY COMMITTEES IN SDNY CASES (1.7).
ZSOLDOS AF	03/07/06	7.60	REVIEW APPALOOSA SCHEDULING ORDER AND DISTRIBUTION OF DOCUMENTS REFERENCED (0.5); CORRESPONDENCE RE: SAME (0.3); MISCELLANEOUS TASKS IN PREPARATION FOR DEPOSITIONS (6.8).
ZSOLDOS AF	03/08/06	4.50	DISTRIBUTE SCANNED J. SHEEHAN DEPOSITION EXHIBITS TO TEAM VIA EMAIL (0.4); REVIEW J. SHEEHAN TRANSCRIPT AND DISTRIBUTE (1.2); DOCUMENT REQUESTS (0.5); CREATE JOINT EXHIBIT BINDER FOR APPALOOSA MATTER AND RESPOND TO VARIOUS REQUESTS (2.4).
ZSOLDOS AF	03/09/06	1.60	PREPARE DOCUMENTS TO BE SENT TO B. SHAW (0.4); PREPARE FOR DOCUMENTS TO WHITE & CASE VIA COURIER (1.2).

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ZSOLDOS AF	03/10/06	2.80	FIND NOTICE OF DEPOSITION OF RESNICK AND SEND TO J. GUZZARDO (0.4); UPDATE APPALOOSA EXHIBITS BINDER (2.2); RESEARCH INTO LORAL DOCKET (0.2).
ZSOLDOS AF	03/12/06	2.70	PREPARE FOR DEPOSITION (1.1); UPDATE FILES OF APPALOOSA MATERIALS AND UPDATE EXHIBIT BINDER (1.6).
ZSOLDOS AF	03/13/06	5.10	PREPARE SETS OF S. GREENE DEPOSITION TRANSCRIPT FOR DISTRIBUTION (0.5); PREPARE EXHIBITS FOR DEPOSITION (2.2); PREPARE REDWELDS OF EXHIBITS FOR D. RESNICK DEPOSITION PREPARATION (2.4).
ZSOLDOS AF	03/14/06	3.90	RESNICK DEPOSITION PREPARATION (0.4), PREPARE SETS OF DOCUMENTS (1.1), DISTRIBUTE SIGNED DOCUMENTS (0.4), FILE ORIGINAL DOCUMENTS (0.3), CREATE BINDERS (1.7).
ZSOLDOS AF	03/15/06	3.90	CREATE DEPOSITION TRANSCRIPTS AND EXHIBITS BINDER (1.2); CREATE BINDER OF M. HYMAN EXHIBITS (0.8); PREPARE TRANSCRIPTS, DOCUMENT SETS, AND OTHER MISCELLANEOUS TASKS (1.9).
ZSOLDOS AF	03/16/06	4.90	PREPARE UCC PROFESSIONALS UPDATE BINDER AND COORDINATE DISTRIBUTION (4.3); DRAFT AND DISTRIBUTE MEMO RE: TASKS COMPLETED AND OUTSTANDING FOR APPALOOSA MATTER (0.6).
ZSOLDOS AF	03/29/06	1.30	CREDITOR COMMITTEE MEETING PREPARATION (1.3).
ZSOLDOS AF	03/30/06	3.00	PREPARE FOR AND ASSIST AT CREDITORS COMMITTEE MEETING (3.0).

51.40

Total Legal Assistant 199.40

NEGRON AM	03/20/06	1.40	REVIEW, INDEX AND FILE APPALOOSA MANAGEMENT DOCUMENTS (1.4).
		1.40	

Total Legal Assistant Support 1.40

TOTAL TIME 2,070.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/03/06	Meisler RE	165.30
Air/Rail Travel - vendor feed	03/03/06	Meisler RE	165.30
Air/Rail Travel - vendor feed	03/03/06	Zaltzman H	1,207.11
Air/Rail Travel - vendor feed	03/03/06	Herriott AV	481.23
Air/Rail Travel - vendor feed	03/03/06	Herriott AV	-120.30
Air/Rail Travel - vendor feed	03/03/06	Meisler RE	-120.30
Air/Rail Travel - vendor feed	03/04/06	Herriott AV	165.30
Air/Rail Travel - vendor feed	03/04/06	Herriott AV	205.70
Air/Rail Travel - vendor feed	03/04/06	Guzzardo J	839.21
Air/Rail Travel - vendor feed	03/04/06	MacDonald N	459.15
Air/Rail Travel - vendor feed	03/04/06	Guzzardo J	-380.06
Air/Rail Travel - vendor feed	03/04/06	Herriott AV	-205.70
Air/Rail Travel - vendor feed	03/05/06	Springer DE	1,077.61
Air/Rail Travel - vendor feed	03/05/06	Shivakumar D	1,077.61
Air/Rail Travel - vendor feed	03/05/06	Springer DE	-629.31
Air/Rail Travel - vendor feed	03/05/06	Shivakumar D	-629.31
Air/Rail Travel - vendor feed	03/06/06	Meisler RE	534.31
Air/Rail Travel - vendor feed	03/06/06	MacDonald N	1,242.13
Air/Rail Travel - vendor feed	03/06/06	Guzzardo J	1,238.19
Air/Rail Travel - vendor feed	03/06/06	Meisler RE	384.16
Air/Rail Travel - vendor feed	03/06/06	Fern BM	555.04

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/06/06	MacDonald N	-707.85
Air/Rail Travel - vendor feed	03/06/06	Shivakumar D	534.31
Air/Rail Travel - vendor feed	03/06/06	Springer DE	534.31
Air/Rail Travel - vendor feed	03/06/06	Guzzardo J	-658.87
Air/Rail Travel - vendor feed	03/06/06	Meisler RE	-384.16
Air/Rail Travel - vendor feed	03/06/06	Meisler RE	-534.31
Air/Rail Travel - vendor feed	03/07/06	Meisler RE	384.16
Air/Rail Travel - vendor feed	03/07/06	Meisler RE	-384.16
Air/Rail Travel - vendor feed	03/08/06	Fern BM	382.66
Air/Rail Travel - vendor feed	03/08/06	Guzzardo J	386.68
Air/Rail Travel - vendor feed	03/08/06	Herriott AV	-766.83
Air/Rail Travel - vendor feed	03/08/06	Herriott AV	811.83
Air/Rail Travel - vendor feed	03/09/06	Meisler RE	382.66
Air/Rail Travel - vendor feed	03/09/06	Springer DE	533.06
Air/Rail Travel - vendor feed	03/09/06	Shivakumar D	533.06
Air/Rail Travel - vendor feed	03/09/06	Meisler RE	-382.66
Air/Rail Travel - vendor feed	03/10/06	Herriott AV	458.06
Air/Rail Travel - vendor feed	03/10/06	MacDonald N	386.68
Air/Rail Travel - vendor feed	03/10/06	Herriott AV	-458.06
Air/Rail Travel - vendor feed	03/12/06	MacDonald N	433.18
Air/Rail Travel - vendor feed	03/12/06	MacDonald N	-388.18
Air/Rail Travel - vendor feed	03/12/06	Guzzardo J	388.18

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/12/06	Springer DE	1,112.61
Air/Rail Travel - vendor feed	03/12/06	MacDonald N	388.18
Air/Rail Travel - vendor feed	03/13/06	Fern BM	614.19
Air/Rail Travel - vendor feed	03/15/06	Meisler RE	165.30
Air/Rail Travel - vendor feed	03/16/06	Meisler RE	165.30
Air/Rail Travel - vendor feed	03/16/06	Meisler RE	165.30
Air/Rail Travel - vendor feed	03/16/06	Meisler RE	-165.30
Air/Rail Travel - vendor feed	03/21/06	Fern BM	100.00
Air/Rail Travel - vendor feed	03/22/06	Fern BM	100.00
Air/Rail Travel - vendor feed	03/23/06	Campanario ND	1,087.91
Air/Rail Travel - vendor feed	03/23/06	Guzzardo J	388.45
Air/Rail Travel - vendor feed	03/23/06	Shivakumar D	388.45
Air/Rail Travel - vendor feed	03/23/06	Shivakumar D	4.69
Air/Rail Travel - vendor feed	03/23/06	Campanario ND	-784.49
Air/Rail Travel - vendor feed	03/29/06	Herriott AV	812.76
Air/Rail Travel - vendor feed	03/29/06	Herriott AV	-426.37
Air/Rail Travel - vendor feed	03/29/06	Springer DE	-533.06
Air/Rail Travel - vendor feed	03/31/06	Herriott AV	562.96
Air/Rail Travel - vendor feed	03/31/06	Herriott AV	517.96
Air/Rail Travel - vendor feed	03/31/06	Herriott AV	-517.96
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$13,343.00
In-house Reproduction	03/03/06	Copy Center, D	4.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	0.20
In-house Reproduction	03/03/06	Copy Center, D	1,247.79
In-house Reproduction	03/07/06	Copy Center, D	0.90
In-house Reproduction	03/07/06	Copy Center, D	1.00
In-house Reproduction	03/07/06	Copy Center, D	98.10
In-house Reproduction	03/07/06	Copy Center, D	2,733.77
In-house Reproduction	03/10/06	Copy Center, D	1.50
In-house Reproduction	03/10/06	Copy Center, D	3,096.37
In-house Reproduction	03/10/06	Copy Center, D	34.40
In-house Reproduction	03/10/06	Copy Center, D	2,211.78
In-house Reproduction	03/14/06	Copy Center, D	1,568.98
In-house Reproduction	03/14/06	Copy Center, D	53.10
In-house Reproduction	03/14/06	Copy Center, D	74.20
In-house Reproduction	03/17/06	Copy Center, D	126.60
In-house Reproduction	03/17/06	Copy Center, D	5,068.55
In-house Reproduction	03/17/06	Copy Center, D	6.99
In-house Reproduction	03/17/06	Copy Center, D	1.50
In-house Reproduction	03/21/06	Copy Center, D	709.39
In-house Reproduction	03/21/06	Copy Center, D	2,214.58
In-house Reproduction	03/21/06	Copy Center, D	203.40
In-house Reproduction	03/24/06	Copy Center, D	20.70
In-house Reproduction	03/24/06	Copy Center, D	13.40
In-house Reproduction	03/24/06	Copy Center, D	353.20
In-house Reproduction	03/28/06	Copy Center, D	20.20
In-house Reproduction	03/31/06	Copy Center, D	225.00
In-house Reproduction	03/31/06	Copy Center, D	0.40
In-house Reproduction	03/31/06	Copy Center, D	370.50
TOTAL IN-HOUSE REPRODUCTION			\$20,461.00
Telephone Expense	03/31/06	Telecommunications, D	32.83
Telephone Expense	03/31/06	Telecommunications, D	37.05
Telephone Expense	03/31/06	Telecommunications, D	0.95
Telephone Expense	03/31/06	Telecommunications, D	0.10
Telephone Expense	03/31/06	Telecommunications, D	64.88
Telephone Expense	03/31/06	Telecommunications, D	73.84

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	03/31/06	Telecommunications, D	2.10
Telephone Expense	03/31/06	Telecommunications, D	0.25
		TOTAL TELEPHONE EXPENSE	\$212.00
Non-standard/Outside Reproduction	03/03/06	Landmark Document Services	490.95
Non-standard/Outside Reproduction	03/04/06	Landmark Document Services	766.33
Non-standard/Outside Reproduction	03/05/06	Landmark Document Services	2,289.98
Non-standard/Outside Reproduction	03/10/06	Landmark Document Services	29.74
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$3,577.00
Lexis/Nexis	03/03/06	Saindon SR	626.84
Lexis/Nexis	03/06/06	Fern BM	1,064.14
Lexis/Nexis	03/06/06	Saindon SR	598.85
Lexis/Nexis	03/08/06	Zaltzman H	202.64
Lexis/Nexis	03/09/06	Zaltzman H	81.27
Lexis/Nexis	03/09/06	Springer DE	184.42
Lexis/Nexis	03/15/06	Fern BM	32.86
Lexis/Nexis	03/17/06	Fern BM	143.08
Lexis/Nexis	03/18/06	Fern BM	47.69
Lexis/Nexis	03/21/06	Springer DE	92.21
Lexis/Nexis	03/23/06	Zaltzman H	687.58
Lexis/Nexis	03/29/06	Fern BM	123.42
		TOTAL LEXIS/NEXIS	\$3,885.00
Westlaw	03/01/06	MacDonald N	142.81
Westlaw	03/01/06	Guzzardo J	513.86
Westlaw	03/05/06	Toussi S	3,377.95
Westlaw	03/06/06	Toussi S	287.16
Westlaw	03/06/06	Fern BM	198.72
Westlaw	03/06/06	Guzzardo J	8.70
Westlaw	03/10/06	Toussi S	406.01
Westlaw	03/11/06	MacDonald N	161.59
Westlaw	03/13/06	MacDonald N	222.84

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	03/14/06	Diaz LB	416.06
Westlaw	03/15/06	Toussi S	706.23
Westlaw	03/15/06	Stuart NL	9.59
Westlaw	03/15/06	Stuart NL	112.92
Westlaw	03/20/06	MacDonald N	713.28
Westlaw	03/20/06	Guzzardo J	398.73
Westlaw	03/23/06	Toussi S	197.83
Westlaw	03/24/06	Toussi S	452.99
Westlaw	03/29/06	Fern BM	57.55
Westlaw	03/30/06	Fern BM	19.18
		TOTAL WESTLAW	\$8,404.00
Reproduction - color	03/02/06	Copy Center, D	47.51
Reproduction - color	03/03/06	Copy Center, D	597.09
Reproduction - color	03/03/06	Copy Center, D	904.13
Reproduction - color	03/07/06	Copy Center, D	404.56
Reproduction - color	03/10/06	Copy Center, D	59.51
Reproduction - color	03/10/06	Copy Center, D	4.50
Reproduction - color	03/14/06	Copy Center, D	20.50
Reproduction - color	03/14/06	Copy Center, D	45.01
Reproduction - color	03/17/06	Copy Center, D	10.00
Reproduction - color	03/17/06	Copy Center, D	460.07
Reproduction - color	03/18/06	Copy Center, D	37.51
Reproduction - color	03/18/06	Copy Center, D	5.00
Reproduction - color	03/18/06	Copy Center, D	5.00
Reproduction - color	03/18/06	Copy Center, D	5.00
Reproduction - color	03/18/06	Copy Center, D	82.51
Reproduction - color	03/18/06	Copy Center, D	5.00
Reproduction - color	03/21/06	Copy Center, D	5.50
Reproduction - color	03/24/06	Copy Center, D	156.02
Reproduction - color	03/28/06	Copy Center, D	0.50
Reproduction - color	03/31/06	Copy Center, D	563.08
		TOTAL REPRODUCTION - COLOR	\$3,418.00
Vendor Hosted Teleconferencing	03/16/06	Teleconferencing Services, LLC	32.32

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	8.68
		TOTAL VENDOR HOSTED TELECONFERENCING	\$41.00
Air/Rail Travel (external)	03/15/06	Butler, Jr. J	364.82
Air/Rail Travel (external)	03/20/06	Butler, Jr. J	303.91
Air/Rail Travel (external)	03/23/06	Butler, Jr. J	478.27
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$1,147.00
Out-of-Town Travel	03/01/06	Herriott AV	30.00
Out-of-Town Travel	03/01/06	Meisler RE	360.71
Out-of-Town Travel	03/02/06	Springer DE	15.62
Out-of-Town Travel	03/02/06	Springer DE	1,073.85
Out-of-Town Travel	03/03/06	Zaltzman H	612.07
Out-of-Town Travel	03/03/06	Zaltzman H	80.00
Out-of-Town Travel	03/04/06	Zaltzman H	169.38
Out-of-Town Travel	03/04/06	Herriott AV	145.77
Out-of-Town Travel	03/04/06	Herriott AV	125.36
Out-of-Town Travel	03/04/06	Herriott AV	2.00
Out-of-Town Travel	03/04/06	Meisler RE	420.80
Out-of-Town Travel	03/04/06	Meisler RE	45.00
Out-of-Town Travel	03/04/06	Meisler RE	260.93
Out-of-Town Travel	03/04/06	Meisler RE	14.57
Out-of-Town Travel	03/04/06	Guzzardo J	80.00
Out-of-Town Travel	03/05/06	Springer DE	131.00
Out-of-Town Travel	03/05/06	Springer DE	259.87
Out-of-Town Travel	03/06/06	Zaltzman H	16.15
Out-of-Town Travel	03/06/06	Guzzardo J	45.00
Out-of-Town Travel	03/06/06	Guzzardo J	257.64
Out-of-Town Travel	03/06/06	MacDonald N	146.62
Out-of-Town Travel	03/06/06	Fern BM	35.00
Out-of-Town Travel	03/06/06	MacDonald N	45.00
Out-of-Town Travel	03/06/06	MacDonald N	270.63

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/06/06	MacDonald N	40.00
Out-of-Town Travel	03/07/06	Fern BM	27.00
Out-of-Town Travel	03/08/06	Springer DE	868.38
Out-of-Town Travel	03/08/06	Guzzardo J	730.34
Out-of-Town Travel	03/08/06	Fern BM	734.34
Out-of-Town Travel	03/08/06	Fern BM	35.00
Out-of-Town Travel	03/08/06	MacDonald N	920.95
Out-of-Town Travel	03/08/06	MacDonald N	50.00
Out-of-Town Travel	03/08/06	MacDonald N	40.00
Out-of-Town Travel	03/12/06	MacDonald N	35.00
Out-of-Town Travel	03/12/06	Guzzardo J	42.00
Out-of-Town Travel	03/12/06	Guzzardo J	80.00
Out-of-Town Travel	03/13/06	MacDonald N	40.00
Out-of-Town Travel	03/13/06	Fern BM	35.00
Out-of-Town Travel	03/13/06	Fern BM	30.00
Out-of-Town Travel	03/13/06	Fern BM	17.75
Out-of-Town Travel	03/14/06	Guzzardo J	7.50
Out-of-Town Travel	03/15/06	Butler, Jr. J	24.00
Out-of-Town Travel	03/15/06	Butler, Jr. J	160.00
Out-of-Town Travel	03/15/06	Butler, Jr. J	19.00
Out-of-Town Travel	03/15/06	Butler, Jr. J	479.15
Out-of-Town Travel	03/20/06	Butler, Jr. J	31.00
Out-of-Town Travel	03/20/06	Butler, Jr. J	893.06
Out-of-Town Travel	03/20/06	Butler, Jr. J	17.99
Out-of-Town Travel	03/20/06	Guzzardo J	12.00
Out-of-Town Travel	03/21/06	Fern BM	2,739.92
Out-of-Town Travel	03/21/06	Springer DE	4,365.55
Out-of-Town Travel	03/22/06	Fern BM	35.00
Out-of-Town Travel	03/22/06	Fern BM	421.85
Out-of-Town Travel	03/22/06	MacDonald N	4,686.56
Out-of-Town Travel	03/22/06	Springer DE	470.82
Out-of-Town Travel	03/22/06	Guzzardo J	36.50
Out-of-Town Travel	03/23/06	Guzzardo J	4,736.60
Out-of-Town Travel	03/23/06	Guzzardo J	36.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/23/06	Guzzardo J	26.90
Out-of-Town Travel	03/23/06	MacDonald N	40.00
Out-of-Town Travel	03/23/06	MacDonald N	45.00
Out-of-Town Travel	03/23/06	Butler, Jr. J	272.02
Out-of-Town Travel	03/23/06	Butler, Jr. J	108.66
Out-of-Town Travel	03/23/06	Butler, Jr. J	160.00
Out-of-Town Travel	03/23/06	Butler, Jr. J	19.00
Out-of-Town Travel	03/29/06	Butler, Jr. J	30.00
Out-of-Town Travel	03/29/06	Butler, Jr. J	435.19
Out-of-Town Travel	03/29/06	Butler, Jr. J	21.00
Out-of-Town Travel	03/29/06	Herriott AV	40.00
		TOTAL OUT-OF-TOWN TRAVEL	\$28,739.00
Other Professional Fees	03/20/06	Serving By Irving	1,702.00
		TOTAL OTHER PROFESSIONAL FEES	\$1,702.00
Messengers/ Courier	03/02/06	Dist Serv/Mail/Page, D	486.16
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	55.06
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	32.40
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	34.93
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	37.19
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	21.78
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	17.05
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	18.96
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	59.19
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	29.73
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	20.70
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	26.09
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	31.50
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	17.10
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	32.40
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	34.93
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	22.93
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	45.21
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	29.55

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	27.93
Messengers/ Courier	03/03/06	Straightline Courier	33.92
Messengers/ Courier	03/05/06	Arrow Messenger Svc	34.99
Messengers/ Courier	03/06/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/06/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/08/06	Dist Serv/Mail/Page, D	120.26
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	16.76
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	16.76
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	38.52
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/10/06	Dist Serv/Mail/Page, D	16.76
Messengers/ Courier	03/10/06	Straightline Courier	31.80
Messengers/ Courier	03/10/06	Straightline Courier	31.80
Messengers/ Courier	03/10/06	Straightline Courier	31.80
Messengers/ Courier	03/17/06	Straightline Courier	31.80
Messengers/ Courier	03/17/06	Straightline Courier	31.80
Messengers/ Courier	03/17/06	Straightline Courier	31.80
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/21/06	Dist Serv/Mail/Page, D	38.28
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	25.20
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	21.59
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	21.59
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	28.79
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	19.80
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	37.50
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	27.89
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	21.59
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	24.30
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	22.19
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	19.57
		TOTAL MESSENGERS/ COURIER	\$1,935.00
Out-of-Town Meals	03/01/06	Meisler RE	34.47
Out-of-Town Meals	03/01/06	Meisler RE	9.95

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	03/01/06	Meisler RE	8.43
Out-of-Town Meals	03/01/06	Springer DE	37.32
Out-of-Town Meals	03/01/06	Springer DE	9.22
Out-of-Town Meals	03/02/06	Meisler RE	14.97
Out-of-Town Meals	03/02/06	Meisler RE	10.60
Out-of-Town Meals	03/02/06	Meisler RE	3.65
Out-of-Town Meals	03/02/06	Meisler RE	5.57
Out-of-Town Meals	03/02/06	Springer DE	4.88
Out-of-Town Meals	03/03/06	Zaltzman H	11.03
Out-of-Town Meals	03/03/06	Zaltzman H	53.77
Out-of-Town Meals	03/03/06	Meisler RE	2.00
Out-of-Town Meals	03/03/06	Meisler RE	14.97
Out-of-Town Meals	03/03/06	Meisler RE	14.97
Out-of-Town Meals	03/03/06	Meisler RE	73.49
Out-of-Town Meals	03/04/06	MacDonald N	46.03
Out-of-Town Meals	03/05/06	Springer DE	45.00
Out-of-Town Meals	03/05/06	Zaltzman H	44.94
Out-of-Town Meals	03/05/06	Zaltzman H	19.82
Out-of-Town Meals	03/05/06	Zaltzman H	308.90
Out-of-Town Meals	03/06/06	Zaltzman H	8.24
Out-of-Town Meals	03/06/06	Zaltzman H	4.81
Out-of-Town Meals	03/06/06	MacDonald N	64.40
Out-of-Town Meals	03/06/06	Fern BM	4.40
Out-of-Town Meals	03/06/06	Springer DE	7.04
Out-of-Town Meals	03/07/06	Springer DE	3.79
Out-of-Town Meals	03/07/06	Springer DE	28.26
Out-of-Town Meals	03/07/06	Springer DE	225.02
Out-of-Town Meals	03/07/06	Guzzardo J	26.08
Out-of-Town Meals	03/08/06	Guzzardo J	8.07
Out-of-Town Meals	03/08/06	Springer DE	35.27
Out-of-Town Meals	03/12/06	Guzzardo J	19.64
Out-of-Town Meals	03/12/06	MacDonald N	4.07
Out-of-Town Meals	03/12/06	MacDonald N	6.77
Out-of-Town Meals	03/12/06	Springer DE	3.79

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	03/12/06	Springer DE	45.00
Out-of-Town Meals	03/13/06	Springer DE	38.76
Out-of-Town Meals	03/13/06	Springer DE	3.79
Out-of-Town Meals	03/13/06	Springer DE	45.00
Out-of-Town Meals	03/13/06	Guzzardo J	40.52
Out-of-Town Meals	03/13/06	Fern BM	91.58
Out-of-Town Meals	03/13/06	Fern BM	2.87
Out-of-Town Meals	03/13/06	Fern BM	90.01
Out-of-Town Meals	03/14/06	MacDonald N	169.55
Out-of-Town Meals	03/14/06	Springer DE	4.88
Out-of-Town Meals	03/14/06	Springer DE	45.00
Out-of-Town Meals	03/14/06	Springer DE	41.68
Out-of-Town Meals	03/15/06	Springer DE	32.50
Out-of-Town Meals	03/15/06	Springer DE	30.89
Out-of-Town Meals	03/15/06	Springer DE	45.00
Out-of-Town Meals	03/15/06	Butler, Jr. J	22.00
Out-of-Town Meals	03/16/06	Springer DE	45.00
Out-of-Town Meals	03/16/06	Springer DE	32.50
Out-of-Town Meals	03/16/06	Springer DE	11.38
Out-of-Town Meals	03/16/06	Guzzardo J	19.64
Out-of-Town Meals	03/17/06	Springer DE	35.00
Out-of-Town Meals	03/17/06	Springer DE	17.34
Out-of-Town Meals	03/17/06	Springer DE	45.00
Out-of-Town Meals	03/17/06	MacDonald N	32.52
Out-of-Town Meals	03/18/06	Fern BM	49.26
Out-of-Town Meals	03/18/06	Springer DE	41.68
Out-of-Town Meals	03/18/06	Springer DE	44.97
Out-of-Town Meals	03/19/06	Springer DE	35.27
Out-of-Town Meals	03/19/06	Springer DE	5.42
Out-of-Town Meals	03/19/06	Springer DE	32.55
Out-of-Town Meals	03/19/06	Guzzardo J	65.21
Out-of-Town Meals	03/20/06	Butler, Jr. J	34.00
Out-of-Town Meals	03/20/06	Springer DE	45.00
Out-of-Town Meals	03/21/06	Fern BM	7.33

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	03/21/06	Fern BM	35.05
Out-of-Town Meals	03/21/06	MacDonald N	135.01
Out-of-Town Meals	03/22/06	Springer DE	35.27
Out-of-Town Meals	03/22/06	Fern BM	6.93
Out-of-Town Meals	03/22/06	Fern BM	38.47
Out-of-Town Meals	03/22/06	Guzzardo J	5.74
Out-of-Town Meals	03/22/06	MacDonald N	180.19
Out-of-Town Meals	03/23/06	MacDonald N	6.41
Out-of-Town Meals	03/23/06	MacDonald N	8.33
Out-of-Town Meals	03/23/06	Butler, Jr. J	31.00
Out-of-Town Meals	03/29/06	Butler, Jr. J	19.00
Out-of-Town Meals	03/29/06	Herriott AV	13.55
Out-of-Town Meals	03/29/06	Herriott AV	7.04
Out-of-Town Meals	03/29/06	Herriott AV	3.25
Out-of-Town Meals	03/29/06	Herriott AV	15.03
		TOTAL OUT-OF-TOWN MEALS	\$3,112.00
Court Reporting	03/09/06	Esquire Deposition Services LLC	3,853.62
Court Reporting	03/14/06	Esquire Deposition Services LLC	332.50
Court Reporting	03/15/06	Esquire Deposition Services LLC	1,970.75
Court Reporting	03/16/06	Esquire Deposition Services LLC	1,764.00
Court Reporting	03/17/06	Esquire Deposition Services LLC	1,555.00
Court Reporting	03/20/06	Esquire Deposition Services LLC	1,754.91
Court Reporting	03/21/06	Esquire Deposition Services LLC	3,331.45
Court Reporting	03/28/06	Midwest Reporters	925.77
		TOTAL COURT REPORTING	\$15,488.00
Outside Research/Internet Services	03/08/06	Cornell University	25.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Outside Research/Internet Services	03/10/06	LiveNote, Inc.	280.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$305.00
Telco-Non Astra	03/10/06	Telecommunications, D	2.00
		TOTAL TELCO-NON ASTRA	\$2.00
Printing to paper from TIF	03/05/06	Copy Center, D	1,000.13
Printing to paper from TIF	03/07/06	Copy Center, D	381.49
Printing to paper from TIF	03/16/06	Copy Center, D	1.20
Printing to paper from TIF	03/28/06	Copy Center, D	35.44
Printing to paper from TIF	03/29/06	Copy Center, D	110.42
Printing to paper from TIF	03/29/06	Copy Center, D	551.27
Printing to paper from TIF	03/29/06	Copy Center, D	47.05
		TOTAL PRINTING TO PAPER FROM TIF	\$2,127.00
Contracted Catering-NY	03/01/06	Butler, Jr. J	201.14
Contracted Catering-NY	03/01/06	Butler, Jr. J	1,047.27
Contracted Catering-NY	03/01/06	Butler, Jr. J	1,270.42
Contracted Catering-NY	03/01/06	Butler, Jr. J	255.33
Contracted Catering-NY	03/06/06	Butler, Jr. J	346.08
Contracted Catering-NY	03/07/06	Butler, Jr. J	1,728.07
Contracted Catering-NY	03/07/06	Butler, Jr. J	517.82
Contracted Catering-NY	03/08/06	Butler, Jr. J	1,781.30
Contracted Catering-NY	03/08/06	Butler, Jr. J	110.25
Contracted Catering-NY	03/09/06	Butler, Jr. J	357.64
Contracted Catering-NY	03/09/06	Butler, Jr. J	168.24
Contracted Catering-NY	03/14/06	Springer DE	159.58
Contracted Catering-NY	03/15/06	Springer DE	255.33
Contracted Catering-NY	03/20/06	Butler, Jr. J	810.40
Contracted Catering-NY	03/20/06	Butler, Jr. J	980.24

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Contracted Catering-NY	03/21/06	Butler, Jr. J	451.49
Contracted Catering-NY	03/22/06	Butler, Jr. J	1,049.06
Contracted Catering-NY	03/27/06	Butler, Jr. J	404.33
Contracted Catering-NY	03/28/06	Butler, Jr. J	110.02
Contracted Catering-NY	03/28/06	Butler, Jr. J	585.36
Contracted Catering-NY	03/29/06	Butler, Jr. J	1,313.26
Contracted Catering-NY	03/30/06	Butler, Jr. J	1,748.70
Contracted Catering-NY	03/30/06	Butler, Jr. J	1,270.42
Contracted Catering-NY	03/30/06	Butler, Jr. J	211.11
Contracted Catering-NY	03/30/06	Butler, Jr. J	117.85
Contracted Catering-NY	03/30/06	Butler, Jr. J	126.58
Contracted Catering-NY	03/31/06	Butler, Jr. J	1,022.18
Contracted Catering-NY	03/31/06	Butler, Jr. J	326.53
TOTAL CONTRACTED CATERING-NY			\$18,726.00
Office Supplies	03/20/06	Cobb H	11.00
TOTAL OFFICE SUPPLIES			\$11.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	206.00
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$206.00
TOTAL MATTER			\$126,841.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/06	0.20	EMAILS TO/FROM T. LAURIA RE: APPALOOSA MATTERS (0.2).
BUTLER, JR. J	04/03/06	0.30	REVIEW UCC DUE DILIGENCE REQUESTS INCLUDING FOLLOW-UP ON BUCK INFORMATION SHARING MATTERS (0.3).
BUTLER, JR. J	04/05/06	0.70	CONTINUE TO REVIEW UCC DUE DILIGENCE REQUESTS (0.3); TELECONFERENCE WITH AND EMAILS TO/FROM R. ROSENBERG RE: NEW UCC LEGAL DUE DILIGENCE REQUEST (0.4).
BUTLER, JR. J	04/24/06	0.60	EMAILS TO/FROM A. LEONARD RE: STATUS OF EQUITY COMMITTEE FORMATION (0.2); PREPARE FOR (0.1) AND ATTEND (0.3) MEETING WITH J. SHEEHAN AND R. EISENBERG AT COMPANY IN TROY RE: MAY 3 MEETINGS WITH STATUTORY COMMITTEES.
BUTLER, JR. J	04/25/06	0.40	BEGIN TO REVIEW SUBJECT MATTER FOR PRESENTATION MATERIALS FOR MAY 3RD CREDITORS COMMITTEE AND POTENTIAL EQUITY COMMITTEE IN NEW YORK CITY (0.4).
BUTLER, JR. J	04/27/06	1.30	BEGIN TO PREPARE FOR MAY 3RD CREDITORS' COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.3).
BUTLER, JR. J	04/29/06	1.40	REVIEW NOTICE OF APPOINTMENT OF EQUITY COMMITTEE (0.1); CONTINUE TO PREPARE FOR MAY 3RD STATUTORY COMMITTEE MEETINGS INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.3).
		4.90	
MARAFIOTI KA	04/03/06	0.10	CORRESPONDENCE TO PARDUS RE: EQUITY COMMITTEE (0.1).
MARAFIOTI KA	04/05/06	0.20	CORRESPONDENCE RE: COMMITTEE DUE DILIGENCE REQUESTS (0.2).
MARAFIOTI KA	04/06/06	0.40	WORK ON REPLY TO OBJECTION OF LAW DEBENTURE TO ATTRITION PROGRAM (0.4).
MARAFIOTI KA	04/11/06	0.20	CORRESPONDENCE RE: LAW DEBENTURE APPELLATE STATUS CONFERENCE AND FOLLOWUP RE: SAME (0.2).
MARAFIOTI KA	04/12/06	0.20	CORRESPONDENCE TO PROSPECTIVE EQUITY COMMITTEE MEMBER (0.1); CORRESPONDENCE RE: LAW DEBENTURE CONFERENCE BEFORE JUDGE COTE (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/13/06	1.20	REVIEW LAW DEBENTURE MATERIAL IN PREPARATION FOR STATUS CONFERENCE BEFORE JUDGE COTE (0.8); TELEPHONIC CONFERENCE WITH JUDGE COTE (0.2); FOLLOWUP CORRESPONDENCE (0.2).
MARAFIOTI KA	04/24/06	0.40	CORRESPONDENCE AND UPDATES RE: EQUITY COMMITTEE APPOINTMENT PROCESS (0.2); CORRESPONDENCE RE: INFORMATION SHARING PROTOCOL WITH COMMITTEE (0.2).
MARAFIOTI KA	04/28/06	0.40	REVIEW PRESENTATION FOR COMMITTEE PRESENTATION (0.4).
		3.10	
SPRINGER DE	04/11/06	1.10	TELECONFERENCES RE: LAW DEBENTURE APPEAL (1.1).
SPRINGER DE	04/13/06	1.10	PREPARATION FOR AND PARTICIPATING IN CONFERENCE CALL WITH JUDGE COTE RE: LAW DEBENTURE APPEAL (1.1).
		2.20	
Total Partner		10.20	
MATZ TJ	04/03/06	0.60	TELECONFERENCE WITH U.S. TRUSTEE RE: EQUITY COMMITTEE NOTICE AND SERVICE (0.3); FOLLOW UP WORK RE: SAME (0.1); CORRESPONDENCE WITH CHAMBERS RE: APPALOOSA EXPERTS DAUBERT ORDER (0.2).
MATZ TJ	04/04/06	0.20	FOLLOW UP WORK RE: ORDER APPOINTING EQUITY COMMITTEE (0.2).
MATZ TJ	04/05/06	1.80	REVIEW APPALOOSA JOINDER AND WORK ON OBJECTION TO APPALOOSA JOINDER (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/06/06	2.60	REVIEW AND REVISE OBJECTION TO APPALOOSA JOINDER RE: UCC GM 2004 MOTION (2.3); FINALIZE SAME FOR FILING (0.3).
MATZ TJ	04/10/06	0.50	TELECONFERENCE WITH U.S. TRUSTEE RE: SOLICITATION PROCESS, AND STATUS OF: EQUITY COMMITTEE (0.3); FOLLOW UP TELECONFERENCE WITH KCC RE: SAME (0.2).
MATZ TJ	04/12/06	0.70	TELECONFERENCE WITH U.S. TRUSTEE RE: EQUITY COMMITTEE CONTRACTS (0.4); REVIEW CONTRACT INFORMATION RE: SAME (0.3).
MATZ TJ	04/27/06	0.60	PREPARATION FOR MAY 3 MEETING WITH UNSECURED CREDITORS COMMITTEE (0.6).
MATZ TJ	04/28/06	1.10	REVIEW AND COMMENT ON MATERIALS FOR UCC MEETING ON MAY 3 (0.7); CONTINUE PREPARATION FOR SAME (0.4).
		8.10	
Total Counsel		8.10	
DIAZ LB	04/28/06	1.10	REVISE UCC PRESENTATION RE: FEE MATTERS (1.1).
		1.10	
FERN BM	04/11/06	0.50	REVIEW STATUS OF LAW DEBENTURE APPEAL (0.5).
FERN BM	04/13/06	0.90	REVIEW MATERIALS RELATED TO LAW DEBENTURE MOTION FOR LEAVE TO APPEAL (0.7); STATUS CONFERENCE WITH DISTRICT COURT RE: LAW DEBENTURE (0.2).
FERN BM	04/18/06	0.30	UPDATE COMMITTEE PRESENTATION RE: LAW DEBENTURE (0.3).
FERN BM	04/24/06	0.40	SUMMARIZE ISSUES RE: EQUITY COMMITTEE HEARING (0.4).
		2.10	
HERRIOTT AV	04/13/06	1.10	BEGIN DRAFTING 8TH CREDITORS' COMMITTEE PRESENTATION (0.4); INDEX PRESENTATIONS TO CREDITORS' COMMITTEE (0.7).
HERRIOTT AV	04/18/06	1.40	CONTINUE TO DRAFT 8TH UCC PRESENTATION (1.2); CONFERENCE WITH B. EICHENLAUB RE: SAME (0.2).
HERRIOTT AV	04/19/06	2.50	CONTINUE TO DRAFT 8TH UCC PRESENTATION (2.5).
HERRIOTT AV	04/20/06	0.10	CONFERENCE WITH B. EICHENLAUB RE: 8TH UCC PRESENTATION (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/21/06	0.70	CONTINUE TO DRAFT 8TH UCC PRESENTATION (0.7).
HERRIOTT AV	04/24/06	0.60	CONTINUE DRAFTING 8TH UCC PRESENTATION (0.6).
HERRIOTT AV	04/25/06	5.60	REVIEW AND REVISE PRESENTATION FOR 8TH UCC MEETING (5.6).
HERRIOTT AV	04/26/06	9.80	REVIEW AND REVISE 8TH UCC PRESENTATION (9.5); CONFERENCE WITH B. EICHENLAUB RE: SAME (0.3).
HERRIOTT AV	04/27/06	1.30	CONTINUE TO REVIEW AND REVISE 8TH UCC PRESENTATION (1.3).
HERRIOTT AV	04/28/06	5.00	REVIEW AND REVISE 8TH UCC PRESENTATION (5.0).
HERRIOTT AV	04/29/06	7.10	CONTINUE TO REVIEW AND REVISE EIGHTH CREDITORS' COMMITTEE PRESENTATION (6.6); BEGIN DRAFTING FIRST EQUITY COMMITTEE PRESENTATION (0.5).
		35.20	
MEISLER RE	04/04/06	0.70	REVIEW DILIGENCE REQUEST SUBMITTED BY H. BAER (0.3); TELECONFERENCE WITH H. BAER RE: SAME (0.2); FOLLOW UP RE: SAME (0.2).
MEISLER RE	04/05/06	0.50	TELECONFERENCE WITH M. BROUDE RE: UCC INQUIRIES RE: APRIL 7 HEARING INCLUDING CHEROKEE, JOINT INTEREST AGREEMENT, LIFT STAY AND ATTRITION PLAN (0.5).
MEISLER RE	04/06/06	0.20	TELECONFERENCE WITH H. BAER RE: AGENDA FOR APRIL 7 HEARING (0.2).
MEISLER RE	04/19/06	0.50	TELECONFERENCE WITH M. BROUDE RE: DOCUMENT REQUEST FOR JCI TRANSACTION AND GM LOSS CONTRACTS (0.3); FOLLOW UP RE: SAME (0.2).
MEISLER RE	04/24/06	1.80	REVIEW DRAFT PRESENTATION FOR 5/3/06 UCC MEETING (1.8).
		3.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	04/03/06	1.90	ADDRESS ISSUES RE: NOTICE TO SHAREHOLDERS RE: APPOINTMENT OF EQUITY COMMITTEE (1.2); VARIOUS TELECONFERENCES AND EMAIL CORRESPONDENCE WITH NOTICING AGENT RE: SAME (0.7).
TOUSSI S	04/04/06	1.60	VARIOUS CORRESPONDENCE RE: STATUS OF NOTICE TO EQUITY HOLDERS (1.1); DISCUSS STATUS OF SAME WITH CLAIMS AGENT (0.5).
TOUSSI S	04/11/06	0.80	DISCUSS STATUS OF NOTICE OF EQUITY COMMITTEE APPOINTMENT WITH CLAIMS AGENT (0.5); FOLLOWUP ISSUES RE: SAME (0.3).
TOUSSI S	04/25/06	1.50	WORK ON UPDATING VARIOUS SECTIONS OF CREDITORS COMMITTEE PRESENTATION (1.5).
TOUSSI S	04/28/06	1.20	REVIEW AND EDIT PRESENTATION (1.2).
		7.00	
ZIEGLER VE	04/04/06	3.30	START DRAFT REPLY TO GM'S RESPONSE TO JOINT PROTOCOL MOTION (3.3).
ZIEGLER VE	04/05/06	6.50	DRAFT OBJECTION TO APPALOOSA'S JOINDER TO THE CREDITORS' COMMITTEE 2004 MOTION (6.5).
ZIEGLER VE	04/06/06	5.30	REVISE OBJECTION TO APPALOOSA'S JOINDER TO THE CREDITORS' COMMITTEE 2004 MOTION (5.1); FILE SAME (0.2).
		15.10	
Total Associate		64.20	
ZSOLDOS AF	04/04/06	1.70	DISTRIBUTE UCC PRESENTATIONS (1.7).
		1.70	
Total Legal Assistant		1.70	
TOTAL TIME		<u>84.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/04/06	Copy Center, D	5.48
In-house Reproduction	04/11/06	Copy Center, D	7.00
In-house Reproduction	04/25/06	Copy Center, D	8.52
TOTAL IN-HOUSE REPRODUCTION			\$21.00
Telephone Expense	04/28/06	Telecommunications, D	2.10
Telephone Expense	04/28/06	Telecommunications, D	2.85
Telephone Expense	04/28/06	Telecommunications, D	0.05
TOTAL TELEPHONE EXPENSE			\$5.00
Out-of-Town Travel	04/13/06	Meisler RE	3.53
Out-of-Town Travel	04/13/06	Meisler RE	13.47
TOTAL OUT-OF-TOWN TRAVEL			\$17.00
Messengers/ Courier	04/30/06	Arrow Messenger Svc	25.00
TOTAL MESSENGERS/ COURIER			\$25.00
Contracted Catering-NY	04/05/06	Butler, Jr. J	1,656.91
Contracted Catering-NY	04/05/06	Butler, Jr. J	141.79
Contracted Catering-NY	04/05/06	Butler, Jr. J	110.18
Contracted Catering-NY	04/06/06	Butler, Jr. J	1,776.49
Contracted Catering-NY	04/06/06	Butler, Jr. J	183.53
Contracted Catering-NY	04/07/06	Butler, Jr. J	354.10
TOTAL CONTRACTED CATERING-NY			\$4,223.00
TOTAL MATTER			\$4,291.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/01/06	1.60	CONTINUE TO PREPARE FOR MAY 3RD CREDITORS' COMMITTEE MEETING IN NEW YORK CITY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS; (1.6).
BUTLER, JR. J	05/02/06	4.50	ATTEND CREDITORS COMMITTEE DINNER MEETING IN NEW YORK CITY (2.3); EMAILS FROM/TO D. LOWENTHAL RE: MAY 3RD EQUITY COMMITTEE MEETING (0.3); CONTINUE TO PREPARE FOR MAY 3RD EQUITY COMMITTEE MEETING INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.9).
BUTLER, JR. J	05/03/06	7.40	PREPARE FOR (0.8) AND ATTEND (2.5) CREDITORS COMMITTEE MEETING IN NEW YORK CITY; PREPARE FOR (0.6) AND ATTEND (2.9) EQUITY COMMITTEE MEETING IN NEW YORK CITY; REVIEW AND EVALUATE APPALOOSA EMERGENCY MOTION RE: EXPANSION OF EQUITY COMMITTEE (0.4); EMAILS TO/FROM D. LOWENTHAL RE: STATUS OF COUNSEL SELECTION FOR EQUITY COMMITTEE AND NEXT STEPS (0.2).
BUTLER, JR. J	05/04/06	1.20	EMAILS FROM/TO S. MILLER AND TELECONFERENCES WITH WORKING GROUP RE: APPALOOSA MATTERS (0.6); FOLLOW-UP ON MAY 3RD CREDITORS COMMITTEE AND EQUITY COMMITTEE MEETINGS IN NEW YORK CITY (0.4); REVIEW STATUS OF APPALOOSA EMERGENCY MOTION RE: EXPANSION OF EQUITY COMMITTEE INCLUDING CHAMBERS' FEEDBACK RE: SCHEDULING (0.2).
BUTLER, JR. J	05/05/06	0.40	EMAILS FROM/TO S. MILLER AND WORKING GROUP RE: APPALOOSA MATTERS (0.4).
BUTLER, JR. J	05/09/06	0.20	REVIEW EMAIL FROM B. SCHELER RE: EQUITY COMMITTEE MATTERS AND FOLLOW-UP RE: MAY 11TH PROFESSIONALS MEETING (0.2).
BUTLER, JR. J	05/11/06	2.20	REVIEW AMENDED NOTICE OF EQUITY COMMITTEE APPOINTMENT AND FOLLOW-UP RE: SAME (0.2); PREPARE FOR (0.4) AND ATTEND (1.6) PROFESSIONALS MEETING IN NEW YORK WITH B. SCHELER, B. STEINGART AND V. MELWANI RE: EQUITY COMMITTEE MATTERS.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/16/06	1.70	REVIEW FRIED, FRANK CORRESPONDENCE AND RESPOND TO SAME (0.4); CONTINUE TO EVALUATE EQUITY COMMITTEE INFORMATION REQUESTS AND RELATED CORRESPONDENCE (0.4); PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) PREPARATION SESSION TELECONFERENCE FOR MAY 17TH MEETING BETWEEN S. MILLER AND D. TEPPER IN NEW JERSEY.
BUTLER, JR. J	05/17/06	0.40	TELECONFERENCE WITH S. MILLER AND D. RESNICK RE: D. TEPPER (APPALOOSA) MEETING IN NEW JERSEY (0.4).
BUTLER, JR. J	05/18/06	1.00	EMAILS FROM/TO D. RESNICK RE: APPALOOSA MATTERS AND NEXT STEPS (0.3); ANALYSIS RE: SAME (0.4); CONTINUE TO EVALUATE EQUITY COMMITTEE INFORMATION REQUESTS AND RELATED CORRESPONDENCE (0.3).
BUTLER, JR. J	05/19/06	2.00	EMAILS TO/FROM T. LAURIA RE: WITHDRAWAL OF APPALOOSA MOTION TO EXPAND EQUITY COMMITTEE MEMBERSHIP (0.2); EMAILS FROM/TO R. EISENBERG RE: JUNE 1ST UCC PROFESSIONALS' MEETING RE: INTERCOMPANY CLAIMS (0.2); TELECONFERENCE WITH D. RESNICK RE: APPALOOSA MATTERS (0.7); PREPARE FOR (0.3) AND PARTICIPATE IN (0.4); TELECONFERENCE WITH J. SHEEHAN, B. DELLINGER, D. SHERBIN AND D. RESNICK RE: APPALOOSA MATTERS; EMAILS TO/FROM S. MILLER RE: SAME (0.2).
BUTLER, JR. J	05/20/06	0.20	EMAILS TO/FROM R. EISENBERG RE: JULY UCC MEETING SCHEDULE AND RELATED MATTERS (0.2).
BUTLER, JR. J	05/21/06	0.90	REVIEW MATERIALS AND CONSIDER NEXT STEPS RE: POSSIBLE APPALOOSA NDA AGREEMENT (0.3); CONTINUE TO EVALUATE EQUITY COMMITTEE INFORMATION REQUESTS AND RELATED CORRESPONDENCE (0.6).
BUTLER, JR. J	05/22/06	1.40	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) TELECONFERENCE WITH CREDITORS' COMMITTEE REPRESENTATIVES WITH J. SHEEHAN AND D. SHERBIN RE: GM/UAW DEFERRAL REQUEST AND RELATED MATTERS; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4, 0.2) TELECONFERENCES WITH EQUITY COMMITTEE REPRESENTATIVES WITH J. SHEEHAN AND D. SHERBIN RE: GM/UAW DEFERRAL REQUEST AND RELATED MATTERS.
BUTLER, JR. J	05/23/06	0.80	PREPARE FOR (0.1) AND PARTICIPATE IN (0.3) TELECONFERENCE WITH R. ROSENBERG RE: VARIOUS CREDITORS' COMMITTEE MATTERS; CONTINUE TO REVIEW NDA SUMMARY AND ANALYSES (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/25/06	0.80	FOLLOW-UP ON APPALOOSA NDA MATTERS WITH D. SHERBIN AND D. RESNICK (0.3); REVIEW NDA ANALYSIS AND RELATED MATTERS (0.3); TELECONFERENCE WITH B. ROSENBERG RE: JUNE 1ST PROFESSIONALS MEETING AND FOLLOW-UP (0.2).
BUTLER, JR. J	05/27/06	0.20	EMAILS TO/FROM B. ROSENBERG RE: JUNE 1ST PROFESSIONALS MEETING IN NEW YORK CITY (0.2).
BUTLER, JR. J	05/30/06	1.10	BEGIN TO REVIEW AND COMMENT ON APPALOOSA NDA/STANDSTILL AGREEMENT (0.3); PREPARE FOR MAY 31ST SENIOR LEADERSHIP MEETINGS BETWEEN DELPHI AND GM IN TROY INCLUDING TELECONFERENCES WITH S. MILLER, R. O'NEAL AND D. RESNICK (0.8).
BUTLER, JR. J	05/31/06	0.80	PREPARE FOR JUNE 1ST PROFESSIONALS MEETING WITH CREDITORS' COMMITTEE'S PROFESSIONALS AT LATHAM IN NEW YORK (WITH SENIOR MANAGEMENT AT COMPANY IN TROY) (0.4); CONTINUE TO REVIEW AND EVALUATE APPALOOSA NDA/STANDSTILL AGREEMENT MATTERS AT COMPANY IN TROY (0.4).
		28.80	
MARAFIOTI KA	05/02/06	3.20	DINNER MEETING WITH COMMITTEE MEMBERS AND ADVISORS (3.2).
MARAFIOTI KA	05/03/06	6.20	PREPARE CLIENT FOR COMMITTEE MEETING (0.5); ATTEND CREDITORS' COMMITTEE MEETING (2.1); PREPARE FOR EQUITY COMMITTEE MEETING (0.1); ATTEND MEETING WITH EQUITY COMMITTEE, COMPANY, FTI, AND ROTHSCHILD (3.0); REVIEWED EMERGENCY MOTION OF APPALOOSA TO ENLARGE EQUITY COMMITTEE (0.3); TELECONFERENCE WITH A. LEONHARD RE: SAME (0.1); OUTLINE LETTER TO COURT IN RESPONSE TO EMERGENCY MOTION TO ENLARGE EQUITY COMMITTEE (0.1).
MARAFIOTI KA	05/04/06	1.20	WORK ON LETTER TO COURT RE: APPALOOSA (1.0); TELECONFERENCE WITH J. MILLERMAN AND F. EATON RE: EQUITY MOTION (0.1); TELECONFERENCE WITH D. LOWENTHAL RE: EQUITY COMMITTEE AND MESSAGE TO C. WEINER LEVY RE: SAME (0.1).
MARAFIOTI KA	05/05/06	0.30	TELECONFERENCES FROM M. COOK RE: EQUITY COMMITTEE (0.2); TELECONFERENCE FROM D. LOWENTHAL RE: EQUITY COMMITTEE AND BRANDES (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	05/11/06	3.20	REVIEW REVISED EQUITY COMMITTEE APPOINTMENT & CORRESPONDENCE RE: SAME (0.2); TELECONFERENCES FROM B. STEINGART (0.1); REVISE CASE CALENDAR MATERIALS FOR MEETING WITH EQUITY COMMITTEE COUNSEL (0.9); MEETING WITH STEINGART, VIV MELWANI, B. SCHELER RE: BACKGROUND OF CASE (2.0).
MARAFIOTI KA	05/15/06	0.40	TELECONFERENCE FROM V. MELWANI (0.3); CORRESPONDENCE RE: ISSUES RAISED BY MELWANI (0.1).
MARAFIOTI KA	05/16/06	0.80	CORRESPONDENCE TO EQUITY COMMITTEE (0.2); CORRESPONDENCE RE: INFORMATION SHARING WITH EQUITY COMMITTEE (0.1); TELECONFERENCE FROM B. STEINGART AND V. MELWANI (0.3); FOLLOW UP CONFERENCES AND CORRESPONDENCE (0.2).
MARAFIOTI KA	05/17/06	0.10	REVIEWED CORRESPONDENCE FROM EQUITY COMMITTEE RE: FINANCIAL ADVISORS MEETING (0.1).
MARAFIOTI KA	05/18/06	0.20	CORRESPONDENCE RE: EQUITY COMMITTEE ISSUES (0.1); REVIEWED CORRESPONDENCE FROM EQUITY COMMITTEE (0.1).
MARAFIOTI KA	05/19/06	0.80	CORRESPONDENCE TO COUNSEL TO EQUITY COMMITTEE (0.3); CORRESPONDENCE FROM T. LAURIA RE: MOTION TO EXPAND COMMITTEE (0.1); REVIEW INFORMATION REQUESTS FROM EQUITY COMMITTEE AND CORRESPONDENCE TO COMPANY RE: SAME (0.4).
MARAFIOTI KA	05/20/06	1.50	AND RELATED CORRESPONDENCE (0.2); REVIEWED EXISTING CONFIDENTIALITY AGREEMENTS AND PROTECTIVE ORDERS WITH VARIOUS PARTIES (1.3).
MARAFIOTI KA	05/24/06	0.10	CONFERENCE WITH B. STEINGART RE: EQUITY COMMITTEE INFORMATION GATHERING (0.1).
MARAFIOTI KA	05/25/06	0.50	TELECONFERENCE WITH B. EICHENLAUB (FTI) REQUEST (0.2); REVIEWED EQUITY COMMITTEE LETTER RE: INFORMATION REQUESTS (0.3).
MARAFIOTI KA	05/30/06	0.20	CORRESPONDENCE RE: EQUITY COMMITTEE INFORMATION REQUEST (0.2).
MARAFIOTI KA	05/31/06	0.40	PREPARE FOR MEETING WITH CREDITORS' COMMITTEE PROFESSIONALS (0.4).
		19.10	
PANAGAKIS GN	05/11/06	1.60	REVIEW DEMAND LETTER (0.6); ATTENTION TO NEXT STEPS RE: SAME (1.0).
PANAGAKIS GN	05/12/06	0.80	DISCUSS DEMAND LETTER WITH A. HOGAN (0.2); FURTHER CONSIDERATION TO SAME (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		2.40	
SPRINGER DE	05/04/06	1.30	REVIEW AND REVISE LETTER TO THE COURT RE: APPALOOSA'S MOTION FOR EXPEDITED CONSIDERATION OF ITS MOTION FOR APPOINTMENT TO THE EQUITY COMMITTEE (0.5); TELECONFERENCE WITH CHAMBERS RE: APPALOOSA MOTION (0.5); TELECONFERENCE WITH K. MARAFIOTI AND EQUITY COMMITTEE MEMBER COUNSEL (0.3).
		1.30	
Total Partner		51.60	
MATZ TJ	05/02/06	3.00	ATTENDING MONTHLY DINNER WITH UNSECURED CREDITORS' COMMITTEE AND COMPANY REPRESENTATIVES (3.0).
MATZ TJ	05/03/06	5.90	PREPARE FOR UNSECURED CREDITORS' COMMITTEE MEETING (0.6); ATTEND UNSECURED CREDITORS' COMMITTEE MEETING (2.1); ATTENDING FIRST MEETING WITH EQUITY COMMITTEE (3.0); TELECONFERENCE WITH D.C. CAPITAL RE: MATERIALS FOR EQUITY COMMITTEE (0.2).
MATZ TJ	05/04/06	1.20	TELECONFERENCES WITH SCHULTE ROTH RE: APPALOOSA MOTION TO ENLARGE EQUITY COMMITTEE (0.1); TELECONFERENCES WITH T. REID RE: APPALOOSA MOTION TO ENLARGE EQUITY COMMITTEE (0.2); FOLLOW UP TELECONFERENCE FROM T. REID RE: SAME (0.2); CONTINUING REVIEW RE: DEBTORS' RESPONSE TO APPALOOSA'S EXPEDITED HEARING REQUEST RE: MOTION TO ENLARGE EQUITY COMMITTEE (0.4); FORWARDING RESPONSE TO CHAMBERS (0.1); TELECONFERENCE WITH CHAMBERS AND WHITE AND CARE RE: SAME (0.2).
MATZ TJ	05/11/06	0.60	TELECONFERENCE FROM U.S. TRUSTEE RE: REVISED EQUITY COMMITTEE (0.2); FOLLOW UP RE: PROTECTIVE ORDER WITH FRIED FRANK (0.2); FOLLOW UP RE: CONFIDENTIALITY AGREEMENTS WITH COMMITTEE MEMBERS (0.2).
MATZ TJ	05/15/06	0.20	CORRESPONDENCE WITH U.S. TRUSTEE RE: SCHEDULING OF APPALOOSA EQUITY COMMITTEE MOTION ON MAY 30 (0.2).
MATZ TJ	05/31/06	1.80	PREPARING FOR JUNE 1 MEETING WITH UNSECURED CREDITORS COMMITTEE PROFESSIONALS (1.3); PREPARING FOR JUNE 8 MEETING WITH UNSECURED CREDITORS COMMITTEE (0.5).
		12.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHIVAKUMAR D 05/04/06 1.50 TELECONFERENCE WITH THE COURT RE:
APPALOOSA'S REQUEST TO ENLARGE EQUITY
COMMITTEE (0.3); REVISE AND FINALIZE
LETTER TO COURT RE: APPALOOSA'S
REQUEST FOR EXPEDITED HEARING ON
EXPANSION OF EQUITY COMMITTEE (1.2).

1.50

Total Counsel

14.20

CAMPANARTO ND	05/31/06	1.30	RESPOND TO DOCUMENTS REQUESTS FROM THE EQUITY COMMITTEE (1.3)
		1.30	
DIAZ LB	05/17/06	0.40	ASSISTED WITH FEE APPLICATION INFORMATION RE: UCC (0.4)
DIAZ LB	05/31/06	1.10	DRAFTED DOCUMENT RE: AT KEARNEY AND EXCLUSIVITY MOTIONS FOR MEETING (1.1)
		1.50	

FERN BM 05/08/06 0.30 REVIEWED APPALOOSA MOTION TO ENLARGE
EQUITY COMMITTEE (0.3).

FERN BM 05/31/06 1.20 DRAFTED UCC PRESENTATION SETTLEMENT
AND LIFT-STAY PROCEDURES (1.2).

1.50

HERRIOTT AV 05/01/06 5.10 CONTINUE TO REVIEW AND REVISE 8TH UCC
PRESENTATION (4.5); DRAFT
PRESENTATION FOR THE EQUITY COMMITTEE
(0.6).

HERRIOTT AV 05/02/06 3.80 CONTINUE TO REVIEW, REVISE AND
PREPARE 8TH UCC MATERIALS (2.1);
CONTINUE GATHERING MATERIALS FOR
EQUITY COMMITTEE MEETING (1.7).

HERRIOTT AV 05/03/06 9.70 REVIEW AND REVISE EQUITY COMMITTEE
PRESENTATION AND ASSEMBLE MATERIALS
FOR MEETING (5.6); ATTEND EQUITY
COMMITTEE PRESENTATION (2.9); FOLLOW
UP WORK FROM EQUITY COMMITTEE MEETING
INCLUDING SENDING BOOKS WITH
TRANSMITTAL LETTER (1.2).

HERRIOTT AV 05/04/06 0.80 FOLLOW UP FROM 9TH UCC PRESENTATION
(0.8).

HERRIOTT AV 05/05/06 2.90 BEGIN TO DRAFT EQUITY COMMITTEE
CONFIDENTIALITY AGREEMENT (1.9);
GATHER MATERIALS IN RESPONSE TO
VARIOUS EQUITY COMMITTEE REQUESTS
(1.0).

HERRIOTT AV 05/08/06 1.40 REVIEW AND REVISE EQUITY COMMITTEE
CONFIDENTIALITY AGREEMENT (1.2);
PROVIDE CERTAIN SECTION 341 CREDITORS
MEETING MATERIALS TO COMPANY (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	05/09/06	3.20	CONTINUE TO REVIEW AND REVISE EQUITY COMMITTEE CONFIDENTIALITY AGREEMENT (3.1); FORWARD CERTAIN DOCUMENTS TO EQUITY COMMITTEE COUNSEL (0.1).
HERRIOTT AV	05/10/06	0.60	CONTINUE TO REVIEW AND REVISE EQUITY COMMITTEE CONFIDENTIALITY AGREEMENT (0.6).
HERRIOTT AV	05/11/06	3.20	DRAFT WORKING GROUP LIST FOR DISTRIBUTION TO EQUITY COMMITTEE (2.1); RESPOND TO MISCELLANEOUS EQUITY COMMITTEE REQUESTS (0.6); CONFER WITH J. ABODEELY RE: SAME (0.1); DRAFT LETTER TO EQUITY COMMITTEE (0.4).
HERRIOTT AV	05/12/06	0.40	CONFERENCE WITH R. SLIVINSKI RE: EQUITY COMMITTEE ISSUES (0.1); FOLLOW UP RE: SAME (0.3).
HERRIOTT AV	05/18/06	0.40	CONFERENCE WITH J. WOLCHECK RE: UCC PRESENTATION MATERIALS (0.4).
HERRIOTT AV	05/19/06	0.30	CONFERENCE WITH J. WOLCHECK (0.1) AND RESPOND TO ISSUES RAISED BY SAME IN CONNECTION WITH UCC PRESENTATION MATERIALS (0.2).
HERRIOTT AV	05/23/06	0.30	DRAFT PORTION OF 9TH UCC PRESENTATION (0.3).
HERRIOTT AV	05/24/06	0.40	BEGIN PREPARATIONS FOR NINTH UNSECURED CREDITORS' COMMITTEE MEETING AND SECOND EQUITY COMMITTEE MEETING (0.2); FOLLOW UP RE: EIGHTH UNSECURED CREDITORS' COMMITTEE MEETING (0.2).
HERRIOTT AV	05/25/06	0.50	CONTINUE DRAFT OF 9TH UCC PRESENTATION (0.5).
HERRIOTT AV	05/26/06	1.70	CONTINUE DRAFT OF 9TH UCC PRESENTATION (1.7).
HERRIOTT AV	05/30/06	0.10	UPDATE UCC PRESENTATION (0.1).
HERRIOTT AV	05/31/06	0.10	RESPOND TO QUESTION RE: 9TH UCC PRESENTATION (0.1).

34.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JJINGO MJ*	05/18/06	4.70	CATALOG AND REVIEW PROTECTIVE ORDERS EXECUTED IN CONNECTION WITH DELPHI MATTERS (4.7) .
JJINGO MJ*	05/19/06	5.30	CONTINUE TO COLLECT, ORGANIZE AND REVIEW PROTECTIVE ORDERS AND CONFIDENTIALITY AGREEMENTS EXECUTED IN DELPHI MATTERS (5.3) .
JJINGO MJ*	05/21/06	10.10	PREPARE MATERIALS FOR POSSIBLE EQUITY COMMITTEE MEETING. (10.1) .
JJINGO MJ*	05/22/06	11.70	CONTINUE TO PREPARE MATERIALS FOR POTENTIAL EQUITY COMMITTEE MEETING (11.7) .
JJINGO MJ*	05/23/06	5.10	PREPARE AND REVISE MATERIALS FOR POTENTIAL EQUITY COMMITTEE MEETINGS (5.1) .
JJINGO MJ*	05/24/06	1.30	STRATEGIZE RE: EQUITY COMMITTEE ISSUE (1.3) .
JJINGO MJ*	05/25/06	5.60	PREPARE MATERIALS FOR POTENTIAL EQUITY COMMITTEE MEETING (5.6) .
JJINGO MJ*	05/30/06	1.10	REVIEW AND REVISE CONFIDENTIALITY AGREEMENT IN CONNECTION WITH APPALOOSA (1.1) .
		44.90	
MEISLER RE	05/01/06	0.30	WORK ON PRESENTATION FOR UCC (0.3) .
MEISLER RE	05/02/06	3.50	ATTEND UCC DINNER (3.5) .
MEISLER RE	05/03/06	8.60	PREPARE FOR UCC MEETING (0.8); ATTEND UCC MEETING (2.4); PREPARE FOR EQUITY COMMITTEE MEETING (1.0); ATTEND EQUITY COMMITTEE MEETING (3.5); REVIEW APPALOOSA MOTION RE: EXPANSION OF EQUITY COMMITTEE (0.4) AND OUTLINE RESPONSE RE: SAME (0.5) .
MEISLER RE	05/04/06	0.20	REVIEW LETTER TO CHAMBERS RE: APPALOOSA'S REQUEST FOR AN EXPEDITED HEARING RE: EXPANSION OF EQUITY COMMITTEE (0.2) .
MEISLER RE	05/05/06	0.90	CONTINUED WORKING ON OUTLINE OF OBJECTION TO APPALOOSA MOTION TO EXPAND EQUITY COMMITTEE (0.4); REVIEWED AND REVISED EQUITY COMMITTEE CONFIDENTIALITY AGREEMENT (0.5) .
MEISLER RE	05/08/06	0.70	CONTINUE TO REVIEW AND REVISE EQUITY COMMITTEE CONFIDENTIALITY AGREEMENT (0.7) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/09/06	2.70	REVIEW INTERNAL COMMENTS TO EQUITY COMMITTEE CONFIDENTIALITY AGREEMENT (0.2); TELECONFERENCE WITH A. SCHOULDER RE: EQUITY COMMITTEE REQUESTS RE: 1113 (0.2); REVIEW AND COMMENT ON PROTECTIVE ORDER RE: SAME (1.0); WORKED ON FULFILLING EQUITY COMMITTEE REQUESTS (1.3).
MEISLER RE	05/11/06	0.60	REVIEW NOTICE OF AMENDED MEMBERSHIP TO EQUITY COMMITTEE (0.1); CONTINUED ATTENTION TO OBJECTION TO APPALOOSA MOTION RE: REQUEST TO EXPAND MEMBERSHIP OF SAME (0.3); RESPOND TO EQUITY COMMITTEE REQUEST FOR INFORMATION (0.2).
MEISLER RE	05/12/06	0.10	CONFERENCE WITH S. TOUSSI RE: OBJECTION TO APPALOOSA MOTION RE: EXPANSION OF EQUITY COMMITTEE (0.1).
MEISLER RE	05/17/06	1.00	TELECONFERENCE WITH R. LEVINSKY OF FRIED FRANK RE: EQUITY COMMITTEE INQUIRIES (0.1); ATTENTION TO FOLLOW UP (0.4); REVIEW UCC CORRESPONDENCE (0.5).
MEISLER RE	05/18/06	0.80	DRAFT CORRESPONDENCE TO EQUITY COMMITTEE IN RESPONSE TO INQUIRIES (0.3); REVIEW CONFIDENTIALITY AGREEMENTS (0.5).
MEISLER RE	05/21/06	1.00	TELECONFERENCE WITH M. GIBSON RE: NDA (0.2); ATTENTION TO SAME (0.8).
MEISLER RE	05/22/06	0.80	CONTINUED TO REVIEW NDAS (0.8).
MEISLER RE	05/23/06	0.30	CONTINUED ATTENTION TO DRAFTING NDA (0.3).
MEISLER RE	05/26/06	0.50	OUTLINE MATTERS TO BE INCLUDED IN PRESENTATION FOR 6/8 UCC MEETING (0.5).
MEISLER RE	05/29/06	1.30	REVIEW CONFIDENTIALITY AGREEMENT (1.3).
MEISLER RE	05/30/06	0.60	CONTINUED REVIEW OF CONFIDENTIALITY AGREEMENT (0.6).
		23.90	
OGUNSANYA GO	05/22/06	6.10	REVIEW AND COMMENTS TO COMPARISON OF SELECTED CONFIDENTIALITY AGREEMENTS (6.1).
OGUNSANYA GO	05/23/06	2.20	CONTINUED REVIEW AND DRAFTING OF CONFIDENTIALITY AGREEMENTS COMPARISON CHART (2.2).
OGUNSANYA GO	05/24/06	3.20	INITIAL DRAFTING OF CONFIDENTIALITY AGREEMENT (3.2).
OGUNSANYA GO	05/26/06	2.20	CONTINUED DRAFTING OF CONFIDENTIALITY AGREEMENT (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

OGUNSANYA GO	05/29/06	1.20	FURTHER DRAFTING OF CONFIDENTIALITY AGREEMENT (1.2).
OGUNSANYA GO	05/30/06	1.10	DRAFTING OF INITIAL DRAFT OF CONFI AGREEMENT (1.1).
		16.00	
STUART NL	05/03/06	3.80	DRAFT LETTER IN RESPONSE TO APPALOOSA'S REQUEST FOR AN EXPEDITED HEARING ON EXPANSION OF THE CREDITORS' COMMITTEE (3.8).
		3.80	
TOUSSI S	05/01/06	0.90	REVIEW TRUSTEE'S APPOINTMENT OF EQUITY COMMITTEE (0.2); ADDRESS ISSUES AND CORRESPONDENCE RE SAME (0.7).
TOUSSI S	05/04/06	6.00	REVIEW FILING BY APPALOOSA TO ENLARGE EQUITY COMMITTEE (0.5); RESEARCH ISSUES RE SAME (3.5); PREPARE OUTLINE OF RESPONSE OPPOSING ENLARGEMENT (1.5); DISCUSS MOTION WITH CLIENT AND PREPARING ANALYSIS OF EQUITY HOLDER CONSTITUENCIES (0.5).
TOUSSI S	05/05/06	5.60	VARIOUS DISCUSSIONS WITH CLAIMS AGENT AND CLIENT RE COMPOSITION OF EQUITY HOLDERS AND REVIEW CORRESPONDENCE RE SAME (0.9); DRAFT AND REVISE MOTION IN RESPONSE TO APPALOOSA'S MOTION TO ENLARGE EQUITY COMMITTEE (3.0); REVIEW CORRESPONDENCE RE APPALOOSA'S EMERGENCY MOTION FOR A HEARING ON APPOINTMENT OF EQUITY COMMITTEE (0.7); FOLLOW UP RESEARCH ISSUES RE SAME (1.0).
TOUSSI S	05/07/06	2.00	FURTHER RESEARCH ON RESPONSE TO MOTION TO ENLARGE EQUITY COMMITTEE (1.5); REVIEW CITE CHECKING ASSIGNMENT (0.5).
TOUSSI S	05/09/06	4.80	EDIT AND REVISE VARIOUS SECTIONS OF DRAFT RESPONSE TO APPALOOSA'S MOTION TO ENLARGE EQUITY COMMITTEE (2.5); FOLLOW UP RESEARCH ISSUES RE SAME (1.5); CORRESPONDENCE WITH CLIENT, CLAIMS AGENT AND ADP RE COMPOSITION OF EQUITY COMMITTEE AND ANALYSIS RE SAME IN PREPARATION OF DEBTOR'S RESPONSE TO APPALOOSA (0.8).
TOUSSI S	05/11/06	3.20	FOLLOW UP CORRESPONDENCE RE COMPOSITION OF EQUITY COMMITTEE (0.7); EDIT AND REVISE VARIOUS SECTIONS OF DRAFT RESPONSE TO APPALOOSA'S MOTION TO ENLARGE EQUITY COMMITTEE (2.5).

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TOUSSI S	05/12/06	1.50	EDIT AND REVISE VARIOUS SECTIONS OF DRAFT RESPONSE TO APPALOOSA'S MOTION TO ENLARGE EQUITY COMMITTEE (1.5).
TOUSSI S	05/16/06	4.90	EDIT AND REVISE VARIOUS SECTIONS OF RESPONSE TO APPALOOSA'S REQUEST TO ENLARGE COMMITTEE (2.0); ADDITIONAL RESEARCH RE SAME (1.0) AND ANALYSIS OF EQUITY HOLDER COMPOSITION FROM MATERIALS FORWARDED BY CLAIMS AGENT AND CLIENT (0.7); INCORPORATE RESEARCH AND ANALYSIS TO MOTION (1.2).
TOUSSI S	05/17/06	4.50	DRAFT FINAL SECTION RE EQUITY COMMITTEE'S POSITION ON MOTION (1.5); EDIT AND REVISE APPALOOSA RESPONSE AND FINALIZE SAME FOR REVIEW BY CLIENT/PARTNERS (3.0).
TOUSSI S	05/25/06	1.00	REVIEW UCC PRESENTATION MATERIALS (1.0).
		34.40	
WHARTON JN	05/01/06	0.30	REVIEW AND REVISE PRESENTATION TO CREDITORS COMMITTEE RE: JCI TRANSACTION (0.3).
WHARTON JN	05/19/06	0.80	PREPARE PRESENTATION FOR CREDITORS COMMITTEE COUNSEL RE: JCI TRANSACTION (0.8).
WHARTON JN	05/30/06	0.90	PREPARE PRESENTATION FOR CREDITORS COMMITTEE RE: JCI MOTION (0.9).
WHARTON JN	05/31/06	0.50	CONTINUE TO PREPARE PRESENTATION TO CREDITORS' COMMITTEE PROFESSIONALS RE: MOTION TO APPROVE TRANSFER OF NEW BRUNSWICK FACILITY TO JCI (0.5).
		2.50	
Total Associate/Law Clerk		164.70	

ROSEN R	05/03/06	1.60	COMPILE, INDEX AND PREPARE SELECT SECTION 1113/1114 DOCUMENTS FOR SUBMITTAL TO EQUITY COMMITTEE (1.6).
ROSEN R	05/29/06	0.80	COMPILE, UPDATE 6/19 HEARING BINDERS RE: WHITE & CASE EMAIL WITHDRAWING APPALOOSA EMERGENCY MOTION FOR APPOINTMENT TO EQUITY COMMITTEE (0.8).
		2.40	

SALAZAR AG	05/02/06	3.60	PRINT ALL 1113/1114 RELATED DOCUMENTS FOR EQUITY COMMITTEE AND TO ASSEMBLE HEARING BINDERS (3.6).
SALAZAR AG	05/03/06	1.90	COMPILE AND REVIEW 1113/1114 DOCUMENTS FOR EQUITY COMMITTEE (1.9).
		5.50	

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ZSOLDOS AF	05/02/06	2.30	PREPARE AND UPDATE SIGN-IN SHEET (0.7); SUBMIT NAMES TO SECURITY (1.6).
ZSOLDOS AF	05/03/06	5.10	PREPARE FOR UCC MEETING (1.7); EQUITY COMMITTEE MEETING VERIFICATION OF PARTICIPANTS (0.5); CREATE SIGN-IN SHEET FOR SAME (0.4); EDIT PRESENTATION AND COORDINATE PRODUCTION OF PRESENTATIONS (1.1); DISTRIBUTE EQUITY COMMITTEE PRESENTATIONS (1.4).
ZSOLDOS AF	05/04/06	0.70	CONFIRM DELIVERY OF 1113/1114 MATERIALS TO DC CAPITAL PARTNERS (0.7).
ZSOLDOS AF	05/16/06	2.00	DISTRIBUTE UCC PRESENTATIONS (2.0).
ZSOLDOS AF	05/19/06	1.20	CREATE BINDER OF CONFIDENTIALITY AGREEMENTS (1.2).
ZSOLDOS AF	05/22/06	0.70	PREPARE BINDER OF STIPULATIONS (0.7).
		12.00	
Total Legal Assistant		19.90	
TOTAL TIME		<u>250.40</u>	

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Creditor Meetings/ Statutory Committees

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/02/06	Herriott AV	746.42
Air/Rail Travel - vendor feed	05/02/06	Meisler RE	944.51
Air/Rail Travel - vendor feed	05/03/06	Herriott AV	427.88
Air/Rail Travel - vendor feed	05/04/06	Meisler RE	427.88
Air/Rail Travel - vendor feed	05/04/06	Meisler RE	165.31
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,712.00
In-house Reproduction	05/02/06	Copy Center, D	10.22
In-house Reproduction	05/05/06	Copy Center, D	38.58
In-house Reproduction	05/09/06	Copy Center, D	13.13
In-house Reproduction	05/12/06	Copy Center, D	71.56
In-house Reproduction	05/26/06	Copy Center, D	93.51
		TOTAL IN-HOUSE REPRODUCTION	\$227.00
Telephone Expense	05/26/06	Telecommunications, D	1.79
Telephone Expense	05/26/06	Telecommunications, D	2.17
Telephone Expense	05/26/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$4.00
Westlaw	05/06/06	Beaulieu J	153.00
		TOTAL WESTLAW	\$153.00
Reproduction - color	05/02/06	Copy Center, D	204.00
Reproduction - color	05/05/06	Copy Center, D	3,595.00
		TOTAL REPRODUCTION - COLOR	\$3,799.00
Air/Rail Travel (external)	05/02/06	Butler, Jr. J	248.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$248.00
Out-of-Town Travel	05/02/06	Butler, Jr. J	21.01
Out-of-Town Travel	05/02/06	Butler, Jr. J	18.01

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	05/02/06	Butler, Jr. J	935.98
		TOTAL OUT-OF-TOWN TRAVEL	\$975.00
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	26.14
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	107.81
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	44.71
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	32.44
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	18.02
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	30.67
Messengers/ Courier	05/06/06	Dist Serv/Mail/Page, D	10.63
Messengers/ Courier	05/23/06	Dist Serv/Mail/Page, D	9.24
Messengers/ Courier	05/23/06	Dist Serv/Mail/Page, D	10.34
		TOTAL MESSENGERS/ COURIER	\$290.00
Out-of-Town Meals	05/02/06	Butler, Jr. J	26.00
		TOTAL OUT-OF-TOWN MEALS	\$26.00
Printing to paper from TIF	05/02/06	Copy Center, D	1,145.00
		TOTAL PRINTING TO PAPER FROM TIF	\$1,145.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	11.05
Wireless - Mobile/Cellular/Pager	04/13/06	Meisler RE	2.95
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$14.00
		TOTAL MATTER	\$9,593.00

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-4
CASE ADMINISTRATION
1,828.3 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Case Administration

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/04/06	1.30	BEGIN TO PREPARE FOR FEBRUARY 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF PLEADINGS (1.1); EMAILS FROM/TO M. SEIDER RE: ADJOURNMENT OF UCC MOTION TO AMEND CASE MANAGEMENT ORDER (0.2).
BUTLER, JR. J	02/05/06	1.10	CONTINUE TO PREPARE FOR FEBRUARY 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DRAFT HEARING AGENDA AND RELATED PLEADINGS (0.8); FOLLOW-UP ON VARIOUS AGENDA ITEMS (0.3).
BUTLER, JR. J	02/07/06	1.70	CONTINUE TO PREPARE FOR FEBRUARY 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW AND FINALIZE PROPOSED HEARING AGENDA (0.6); WORK ON REMAINING SCHEDULE OF 2006 OMNIBUS HEARING DATES, BOARD OF DIRECTORS MEETINGS AND CREDITORS' COMMITTEE MEETINGS (0.3); REVIEW DRAFT HEARING BINDER AND PROFFERS (0.8).
BUTLER, JR. J	02/08/06	1.80	CONTINUE TO PREPARE FOR FEBRUARY 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (1.8).
BUTLER, JR. J	02/09/06	2.60	PREPARE FOR (1.2) AND ATTEND (1.4) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT.
BUTLER, JR. J	02/22/06	0.30	RECEIVE AND BEGIN TO REVIEW CREDITORS' COMMITTEE PROPOSED REVISIONS TO CASE MANAGEMENT ORDER (0.3).
		8.80	
LYONS JK	02/03/06	3.70	SENIOR STRATEGY CALL AND REVIEW OF CORRESPONDENCE PLEADINGS AND OTHER MATTERS AND ASSIGNED TASKS AND RESPONSES (3.7).
LYONS JK	02/21/06	2.30	REVIEW OF VARIOUS CORRESPONDENCE, EMAILS AND PLEADINGS AND ASSIGNED TASKS FOR RESPONSE (2.3).
LYONS JK	02/22/06	1.80	PREPARATION FOR AND CLIENT MEETING RE: TIMELINE, TASKS AND PLANNING MATTERS RE: CLAIMS ADMINISTRATION, RECLAMATION, BAR DATE AND OTHER MATTERS (1.8).
LYONS JK	02/24/06	1.40	SENIOR STRATEGY CALL AND PREPARATION RE: THE SAME (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

9.20

MARAFIOTI KA	02/01/06	1.50	CORRESPONDENCE RE: ADMINISTRATIOVE MATTERS (0.8); REVIEW FILE (0.7).
MARAFIOTI KA	02/03/06	0.50	REVIEW MISCELLANEOUS CASE MANAGEMENT MATTERS (0.5).
MARAFIOTI KA	02/04/06	0.60	REVIEW CORRESPONDENCE RE: VARIOUS MATTERS (0.6).
MARAFIOTI KA	02/06/06	0.40	REVIEWED INCOMING PLEADINGS (0.4).
MARAFIOTI KA	02/07/06	0.50	REVIEW INCOMING CORRESPONDENCE (0.2); REVIEW STATUS OF PENDING MATTERS (0.3).
MARAFIOTI KA	02/08/06	2.50	REVIEWED INCOMING PLEADINGS AND CORRESPONDENCE (0.3); MEETING WITH J. SHEEHAN, K. CRAFT, R. EISENBERG IN PREPARATION FOR FOURTH OMNIBUS HEARING (2.2).
MARAFIOTI KA	02/09/06	3.70	MEETING WITH CLIENT INPREPARATION FOR FOURTH OMNIBUS HEARING (0.4); ATTEND FOURTH OMNIBUS HEARING (1.8); CONFERENCES WITH CLIENT AND FTI AFTER FOURTH OMNIBUS HEARING (0.8); REVIEW FILE AND INCOMING PLEADINGS AND CORRESPONDENCE (0.7).
MARAFIOTI KA	02/11/06	0.30	REVIEW INCOMING CORRESPONDENCE (0.3).
MARAFIOTI KA	02/13/06	0.70	REVIEW PENDING MATTERS (0.5) AND REVIEW AND DISTRIBUTE INCOMING PLEADINGS (0.2).
MARAFIOTI KA	02/14/06	0.80	MISCELLANEOUS FILE REVIEW (0.4); WORK ON CASE MANAGEMENT ISSUES (0.4).
MARAFIOTI KA	02/16/06	0.60	REVIEWED CORRESPONDENCE (0.2); UPDATE RE: PENDING MATTERS (0.4).
MARAFIOTI KA	02/17/06	0.40	REVIEW INCOMING CORRESPONDENCE (0.4).
MARAFIOTI KA	02/20/06	0.60	ANALYSIS OF INCOMING CORRESPONDENCE AND PLEDINGS (0.6).
MARAFIOTI KA	02/21/06	0.90	MISCELLANEOUS FILE REVIEW (0.4) AND REVIEW OF PENDING MATTERS (0.5).
MARAFIOTI KA	02/22/06	0.80	CONSIDER STATUS OF PENDING MATTERS (0.4) AND REVIEW INCOMING PLEADINGS AND CORRESPONDENCE (0.4).
MARAFIOTI KA	02/23/06	0.90	REPORT RE: PENDING MATTERS (0.5); READ INCOMING PLEADINGS AND CORRESPONDENCE (0.4).
MARAFIOTI KA	02/27/06	1.10	REVIEWED DRAFT REVISIONS TO CASE MANAGEMENT ORDER AS SUGGESGTD BY COMMITTEE (0.7); REVIEWED INCOMING CORRESPONDENCE (0.4).

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MARAFIOTI KA	02/28/06	0.20	MISCELLANEOUS CORRESPONDENCE RE: PENDING MATTERS (0.2).
		17.00	
Total Partner		35.00	
MATZ TJ	02/02/06	1.60	TELECONFERENCE WITH U.S. TRUSTEE RE: FEB. 9 ADJOURNMENTS AND AGENDA (0.4); WORKING ON PROPOSED HEARING AGENDA FOR FEB. 9 (0.6); PREPARING AGENDA FOR WEEKLY SENIOR STRATEGY CONFERENCE CALL (0.6).
MATZ TJ	02/03/06	1.80	WORKING ON AGENDA FOR FEB. 9 OMNIBUS HEARING (0.6); TELECONFERENCE WITH TOGUT RE: SAME (0.2); PARTICIPATE IN WEEKLY SENIOR STRATEGY CONFERENCE CALL (0.7); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	02/05/06	1.40	REVIEW AND DISTRIBUTE CORRESPONDENCE (0.8); FOLLOW UP WORK RE: FEB. 9 & MAR. 9 OMNIBUS HEARING AGENDA (0.6).
MATZ TJ	02/06/06	1.70	PARTICIPATING IN WEEKLY ASSOCIATES STATUS CALL AND UPDATE OF OUTSTANDING MATTERS (0.7); FOLLOW UP WORK RE: SAME (0.4); REVIEW CORRESPONDENCE RE: DELPHI CASE (0.6).
MATZ TJ	02/07/06	4.40	WORK ON STATUS, ADJOURNMENTS AND RESOLUTIONS OF VARIOUS MATTERS RE: FINALIZING AGENDA FOR FEB. 9 FORTH OMNIBUS HEARING (1.7); VARIOUS TELECONFERENCES WITH TOGUT RE: SAME (0.4); TELECONFERENCES WITH CHAMBER RE: SAME (0.4); WORKING ON FINALIZING OMNIBUS HEARING DATES OR 2006 AND NOTICE RE: SAME (0.3); FOLLOW UP CORRESPONDENCE RE: SAME, BOARD AND UNSECURED CREDITORS' COMMITTEE MEETING (0.3); FINALIZING HEARING MATERIALS FOR FEB. 9 OMNIBUS HEARING (0.9); REVIEW CORRESPONDENCE RE: DELPHI CASE (0.4).
MATZ TJ	02/08/06	3.30	VARIOUS TELECONFERENCES AND CORRESPONDENCE WITH CHAMBERS RE: FEB. 9 AGENDA, REVISED ORDER, AND FEB. 10 KECP HEARING (0.7); PREPARATION WITH COMPANY REPRESENTATIVES, FTI, AND TOGUT RE: FEBRUARY 9 OMNIBUS HEARING (2.0); FINALIZING PROFFERS AND HEARING BINDER (0.6).
MATZ TJ	02/09/06	3.00	FINAL PREPARATION FOR FORTH OMNIBUS HEARING (0.7); ATTENDING IN COURT HEARING (1.8); PREPARING AGENDA FOR WEEKLY SENOR STRATEGY CONFERENCE CALL (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/14/06	1.00	REVIEW CORRESPONDENCE (0.5); WORK ON WEEKLY TASK LIST FROM ALL ASSOCIATE CONFERENCE CALL (0.2); WORKING ON DOCKET MATTER AND CALL TO CHAMBERS RE: SAME (0.3).
MATZ TJ	02/15/06	1.10	TELECONFERENCE AND CORRESPONDENCE WITH J. LEE OF KCC RE: DOCKETING MATTERS (0.6); TELECONFERENCE AND FOLLOW UP WITH CHAMBERS AND CLERK'S OFFICE RE: SAME (0.5).
MATZ TJ	02/16/06	0.80	REVIEW CORRESPONDENCE RE: DELPHI CASE (0.8).
MATZ TJ	02/17/06	6.50	WORK ON CASE CALENDAR AND SCHEDULING MATTERS (0.4); WORK ON NOTICING MATTERS FOR MARCH 9 HEARING (0.4); REVIEW AND FOLLOW UP CORRESPONDENCE AND EMAILS RE: DELPHI CASE (4.0); CONFIRMING VARIOUS SERVICE MATTERS (0.5); WORKING ON FINALIZING AND SERVICE OF MOTIONS FOR MARCH 9 HEARING (0.7); FOLLOW UP WORK RE: CASE CALENDAR (0.5).
MATZ TJ	02/20/06	0.80	WORK ON STATUS OF VARIOUS MOTIONS AND RESPONSES FOR MARCH 9 HEARING (0.6); WORK ON CERTIFICATES OF SERVICE MATTERS (0.2).
MATZ TJ	02/21/06	2.40	REVIEW CORRESPONDENCE (0.6); PARTICIPATE IN WEEKLY ASSOCIATE STATUS CONFERENCE CALL (0.6); WORK ON MARCH 9 HEARING AGENDA ITEMS, RESPONSES TO MOTIONS AND PROFFERS (1.2).
MATZ TJ	02/22/06	0.80	REVIEW CORRESPONDENCE (0.5); WORK ON CASE ADMINISTRATION MATTERS (0.3).
MATZ TJ	02/23/06	1.40	PREPARING AGENDA FOR WEEKLY SENIOR STRATEGY CONFERENCE CALL AND MEETING (0.6); REVIEW AND FOLLOW UP CORRESPONDENCE FOR CASE (0.6); WORK ON GENERAL SERVICE MATTERS (0.2).
MATZ TJ	02/24/06	2.00	PARTICIPATE IN WEEKLY SENIOR STRATEGY CONFERENCE CALL (0.7); FOLLOW UP WORK RE: SAME (0.4); CORRESPONDENCE RE: FURUKAWA ORDER (0.2); WORK ON SCHEDULING MATTERS RE: MARCH 9 HEARING (0.3); RESPOND TO MS. ORLIK REQUEST FOR LIFT STAY (0.4).
MATZ TJ	02/27/06	1.10	WORK ON SCHEDULING MATTERS AND MARCH 9 HEARING AGENDA (0.6); REVIEW CORRESPONDENCE RE: CASE (0.3); FOLLOW UP RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/28/06	1.10	CORRESPONDENCE WITH CHAMBERS RE: MARCH 9 OMNIBUS AGENDA, DBM TECHNOLOGIES MATTER, ERISA MOTION (0.4); REVIEW AND REVISE SCHEDULING AGENDA FOR MARCH 9 OMNIBUS HEARING (0.7).
		36.20	
Total Counsel		36.20	
DE ELIZALDE D	02/01/06	0.80	REVIEWED 2002 NOTICE LIST (0.8).
DE ELIZALDE D	02/06/06	0.80	WEEKLY CONFERENCE CALL RE: STATUS OF THE CASE (0.8).
DE ELIZALDE D	02/13/06	0.90	SUPERVISED SERVICE OF NOTICE OF OMNIBUS HEARINGS (0.2); WEEKLY CONFERENCE CALL RE: STATUS OF THE CASE (0.7).
DE ELIZALDE D	02/16/06	0.50	REVIEWED AND REVISED LETTER TO COURT'S CLERK ASKING TO REMOVE A FILING (0.5).
DE ELIZALDE D	02/27/06	0.60	WEEKLY CONFERENCE CALL RE: OUTSTANDING ISSUES (0.6).
DE ELIZALDE D	02/28/06	0.90	REVIEWED AND REVISED 2002 NOTICE PARTIES' LIST (0.9).
		4.50	
FERN BM	02/02/06	0.20	REVIEWED DOCKET FOR NEW PLEADINGS (0.2).
FERN BM	02/03/06	0.50	REVIEWED DOCKET FOR NEW PLEADINGS (0.2); ATTENTION TO ISSUES RE: STATUS OF CASE MANAGEMENT MOTION (0.3).
FERN BM	02/04/06	0.50	ATTENTION TO ISSUES RE: CASE MANAGEMENT ORDER AND DRAFT OBJECTION (0.5).
FERN BM	02/05/06	1.10	REVISED SCRIPTS TO CASE MANAGEMENT MOTION (1.1).
FERN BM	02/06/06	0.90	FORMULATE STRATEGY RE: 2/9 HEARING (0.7); REVIEWED DOCKET FOR NEW PLEADINGS (0.2).
FERN BM	02/07/06	0.60	REVIEWED AND REVISED BACKGROUND TEMPLATE (0.4); REVIEWED DOCKET FOR NEW PLEADINGS (0.2).
FERN BM	02/08/06	0.50	REVIEWED DOCKET FOR NEW PLEADINGS (0.2); REVISED SCRIPT TO CASE MANAGEMENT MOTION (0.3).
FERN BM	02/13/06	0.80	REVIEWED DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 3/9 HEARING (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/21/06	1.00	REVIEWED DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 3/9 HEARING (0.8).
FERN BM	02/27/06	1.00	REVIEWED DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 3/9 HEARING (0.8).
FERN BM	02/28/06	0.50	REVIEW DOCKET FOR NEW PLEADINGS (0.2); REVIEWED AND REVISED PROPOSED AGENDA FOR 3/9 HEARING (0.3).
		7.60	
HERRIOTT AV	02/01/06	0.50	REVIEW AND RESPOND TO SERVICE ISSUE (0.2); RESPOND TO CASE CORRESPONDENCE (0.3).
HERRIOTT AV	02/02/06	1.60	RESPOND TO CORRESPONDENCE (0.8); REVIEW AND REVISE AGENDA (0.7); REVIEW CASE ADMINISTRATION MATERIALS (0.1).
HERRIOTT AV	02/03/06	0.30	CONDUCT HEARING PREPARATION FOR FEBRUARY OMNIBUS HEARING (0.3).
HERRIOTT AV	02/06/06	3.60	UPDATE CASE ADMINISTRATION MATERIALS INCLUDING CASE CALENDAR, HEARING PLANNER, DOCKET AND INDEX (1.3); RESPOND TO CASE CORRESPONDENCE (0.5); PARTICIPATE IN WORKING GROUP MEETING (0.9); ASSIST WITH PREPARATIONS FOR OMNIBUS HEARING INCLUDING DRAFTING SCRIPTS (0.9).
HERRIOTT AV	02/07/06	0.80	REPSOND TO CASE CORRESPONDENCE (0.3); REVIEW CASE MATTERS (0.2); REVIEW AND REVISE CASE ADMINISTRATION MATERIALS (0.3).
HERRIOTT AV	02/08/06	0.10	REVIEW CASE CORRESPONDENCE (0.1).
HERRIOTT AV	02/09/06	0.70	REVIEW AND RESPOND TO CASE CORRESPONDENCE INCLUDING EMAILS (0.5); REVIEW DOCKET ENTRIES (0.2).
HERRIOTT AV	02/10/06	1.80	REVIEW AND RESPOND TO CASE CORRESPONDENCE INCLUDING DRAFTING AND EDITING SEVERAL LETTERS TO SHAREHOLDERS WITH QUESTIONS ABOUT THESE PROCEEDINGS (1.2); UPDATE CASE CALENDAR AND TASK LIST (0.6).
HERRIOTT AV	02/13/06	1.60	UPDATE MATERIALS FOR CASE ADMINISTRATION BINDER INCLUDING HEARING PLANNER, MOTION SUMMARY CHART AND CASE CALENDAR (1.3); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.3).
HERRIOTT AV	02/14/06	1.20	REVIEW, RESEARCH AND RESPOND TO QUESTION RELATING TO CERTIFICATES OF SERVICE (1.1); RESPOND TO CASE CORRESPONDENCE (0.1).

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HERRIOTT AV	02/15/06	0.30	REVIEW AND RESPOND TO MAIL RE: DELPHI MATTERS (0.3) .
HERRIOTT AV	02/16/06	1.50	RESPOND TO CASE CORRESPONDENCE (0.8); CONTINUE RESEARCH RE: CERTIFICATE OF SERVICE ISSUE (0.7) .
HERRIOTT AV	02/17/06	0.50	RESPOND TO CASE CORRESPONDENCE (0.5) .
HERRIOTT AV	02/20/06	2.40	RETURN CALLS PLACED TO HOTLINE AND RESEARCH RESPONSES WHERE APPROPRIATE (1.6); UPDATE MOTION SUMMARY CHART, HEARING PLANNER AND CASE CALENDAR (0.8) .
HERRIOTT AV	02/21/06	2.30	RESPOND TO CASE CORRESPONDENCE (0.7); PREPARE FOR (0.2) AND ATTEND (0.9) WORKING GROUP MEETING; UPDATE CASE CALENDAR (0.5) .
HERRIOTT AV	02/22/06	0.30	RESPOND TO FOLLOW UP QUESTIONS FROM HOTLINE CALLS (0.3) .
HERRIOTT AV	02/23/06	0.50	RESPOND TO SERVICE ISSUE (0.2); REVIEW DOCKET (0.2); REVIEW CORRESPONDENCE (0.1) .
HERRIOTT AV	02/24/06	0.30	UPDATE HEARING PLANNER (0.1); REVIEW AND COMMENT ON AGENDA FOR NEXT OMNIBUS HEARING (0.2) .
HERRIOTT AV	02/27/06	1.10	REVISE CASE CALENDAR, MOTION SUMMARY CHART AND HEARING PLANNER (0.8); SORT THROUGH MAIL AND EMAIL AND RESPOND TO VARIOUS ITEMS (0.3) .
HERRIOTT AV	02/28/06	1.60	REVIEW AND PROVIDE COMMENTS TO DRAFT AGENDA FOR OMNIBUS HEARING (0.7); RESPOND TO ADMINISTRATIVE ISSUE AND QUESTIONS (0.9) .
		23.00	
MEISLER RE	02/02/06	2.50	RESPOND TO INQUIRIES (0.3); REVIEWED AND RESPONDED TO CORRESPONDENCE (2.2) .
MEISLER RE	02/03/06	1.00	REVIEWED AND RESPONDED TO CORRESPONDENCE (1.0) .
MEISLER RE	02/05/06	1.10	REVIEWED AND RESPONDED TO CORRESPONDENCE (0.5); REVIEWED AGENDA (0.4) AND PREPARED FOR FEBRUARY 9TH HEARING (0.2) .
MEISLER RE	02/06/06	2.40	PREPARE FOR 2/9/06 HEARING (1.2); REVIEWED AND UPDATED CASE CALENDAR (0.3); REVIEW AND RESPOND TO CORRESPONDENCE (0.9) .
MEISLER RE	02/07/06	1.40	REVIEWED CORRESPONDENCE AND RESPONDED (1.4) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/08/06	2.60	REVIEWED AND RESPONDED TO CORRESPONDENCE (1.6); REVIEWED DOCKET (0.5); ASSSISTED WITH HEARING PREP RE: 2/9 HEARING (0.4); TELECONFERENCE WITH H. BAER RE: SAME (0.1).
MEISLER RE	02/09/06	0.30	UPDATED TASK LIST (0.3).
MEISLER RE	02/11/06	0.30	REVIEWED AND RESPONDED TO CORRESPONDENCE (0.3).
MEISLER RE	02/12/06	0.20	UPDATED TASK LIST (0.2).
MEISLER RE	02/13/06	1.90	UPDATED TASK LIST (0.7); PARTICIPATED ON WEEKLY CALL RE: ACTION ITEMS (0.7); FOLLOW UP RE: SAME (0.3); REVIEWED AND RESPONDED TO CORRESPONDENCE (0.2).
MEISLER RE	02/14/06	1.10	REVIEW AND RESPONDED TO CORRESPONDENCE (1.1).
MEISLER RE	02/15/06	2.20	REVIEWED AND RESPONDED TO CORRESPONDENCE (2.2).
MEISLER RE	02/16/06	1.20	REVIEW AND RESPONDED TO CORRESPONDENCE (1.2).
MEISLER RE	02/20/06	0.30	REVIEW DOCKET (0.3).
MEISLER RE	02/21/06	1.80	REVIEW CORRESPONDENCE (0.8); UPDATED TASK LIST (1.0).
MEISLER RE	02/22/06	0.90	REVIEW AND COMMENT ON CASE CALENDAR (0.5); REVIEW CORRESPONDENCE (0.4).
MEISLER RE	02/23/06	1.20	REVIEWED CORRESPONDENCE (0.3); REVIEW TIMELINE AND SCHEDULING (0.4); REVIEW AGENDA FOR MARCH 9 HEARING (0.5).
MEISLER RE	02/24/06	1.10	REVIEW CORRESPONDENCE (1.1).
MEISLER RE	02/25/06	1.30	REVIEW AND COMMENT ON REVISED MARCH 9TH AGENDA (0.3); REVIEW CORRESPONDENCE (1.0).
MEISLER RE	02/27/06	1.90	REVIEW CORRESPONDENCE (0.8); UPDATE TASK LIST (1.1).
MEISLER RE	02/28/06	1.90	REVIEW CORRESPONDENCE (1.6); CONFERENCE WITH J. LYONS RE: STATUS (0.1); REVIEW AGENDA RE: MARCH 9TH HEARING (0.2).

28.60

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MICHELI MJ	02/01/06	0.60	BEGAN REVIEW OF CORRESPONDENCE RECEIVED IN CONNECTION WITH CASE STATUS (0.3); REVIEW DELPHI DOCKET RE: NEW PLEADINGS (0.3).
MICHELI MJ	02/03/06	0.30	BEGAN UPDATING TASK LIST RE: NEW MATTERS RECIEVED (0.2); REVIEW DELPHI DOCKET FOR NEW MATTERS FILED (0.1).
MICHELI MJ	02/05/06	1.50	REVIEW AND ANALYSIS RE: CORRESPONDENCE RECEIVED (1.5).
MICHELI MJ	02/06/06	1.30	REVIEW OF DOCKETED PLEADINGS (0.1); TELECONFERENCE WITH RESTRUCTURING GROUP RE: CASE STATUS (0.8); CONTINUED REVIEW OF MOTION FOR EXTENSION OF REMOVAL DEADLINE (0.4).
MICHELI MJ	02/07/06	0.40	REVIEW SERVICE ISSUES RE: MOTION TO EXTEND REMOVAL PERIOD (0.2); CORRESPONDENCE WITH T. BANKE RE: SAME (0.2).
MICHELI MJ	02/08/06	0.10	REVIEW DOCKET FOR NEW PLEADINGS (0.1).
MICHELI MJ	02/10/06	0.20	REVIEW OPEN ITEMS TO BE COMPLETED (0.2).
MICHELI MJ	02/14/06	0.80	REVIEW CASE CORRESPONDENCE (0.6); REVIEW OF NEW DOCKETED MATERIALS (0.2).
MICHELI MJ	02/17/06	0.20	REVIEW CORRESPONDENCE RE: OPEN ITEMS TO BE COMPLETED (0.2).
MICHELI MJ	02/21/06	0.60	PARTICIPATED IN GROUP TELECONFERENCE RE: OPEN ITEMS AND STATUS (0.6).
MICHELI MJ	02/23/06	0.40	REVIEW OF OPEN MATTERS TO BE COMPLETED (0.4).
MICHELI MJ	02/27/06	1.40	REVIEW OPEN MATTERS TO BE COMPLETED (0.8); TELECONFERENCE WITH DELPHI GROUP RE: OPEN ITEMS AND STATUS (0.6).
MICHELI MJ	02/28/06	0.10	REVIEW HEARING AGENDA (0.1).
		7.90	
REESE RG	02/02/06	0.40	RESPOND TO VOICEMAILS AND EMAILS RE: VARIOUS ISSUES (0.4).
REESE RG	02/06/06	0.40	PARTICIPATE IN WEEKLY STRATEGY CALL (0.4).
REESE RG	02/08/06	0.40	RESPOND TO VARIOUS EMAILS AND VOICEMAILS RE: VARIOUS ISSUES (0.4).
REESE RG	02/13/06	0.80	RESPOND TO CORRESPONDENCE AND CALLS FROM PARTIES-IN-INTEREST (0.8).

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REESE RG	02/15/06	0.60	REVIEW OF CORRESPONDENCE RELATED ISSUES (0.3); RESPOND TO CALL FROM INTERESTED PARTY RE: VARIOUS ISSUES (0.3).
REESE RG	02/16/06	0.60	RESPOND TO EMAILS AND VOICEMAILS LEFT BY VARIOUS PARTIES IN INTEREST (0.6).
REESE RG	02/20/06	0.30	RESPOND TO VARIOUS INQUIRIES MADE BY PARTIES IN INTEREST FOR INFORMATION (0.3).
REESE RG	02/21/06	0.80	RESPOND TO VARIOUS INQUIRIES MADE BY PARTIES IN INTEREST FOR INFORMATION (0.2); PARTICIPATE IN MEETING RE: STRATEGY ISSUES (0.6).
REESE RG	02/22/06	0.50	TELECONFERENCE RE: CORRESPONDENCE HANDLING PROCEDURES (0.5).
REESE RG	02/23/06	0.10	RESPOND TO VARIOUS INQUIRIES MADE BY PARTIES IN INTEREST FOR INFORMATION (0.1).
REESE RG	02/24/06	0.30	RESPOND TO VARIOUS INQUIRIES MADE BY PARTIES IN INTEREST FOR INFORMATION (0.3).
		5.20	
STUART NL	02/06/06	0.80	WEEKLY STRATEGY CALL (0.8).
STUART NL	02/13/06	0.90	WEEKLY STRATEGY CALL (0.6); FOLLOW-UP DISCUSSION ON TASKS (0.3).
STUART NL	02/21/06	1.10	WEEKLY STRATEGY CALL (0.6); FOLLOW UP DISCUSSION ON STRATEGY ITEMS (0.5).
STUART NL	02/27/06	0.90	WEEKLY STRATEGY TELECONFERENCE WITH LEGAL TEAMS AND CLIENT (0.6); FOLLOW-UP DISCUSSION ON CASE ASSIGNMENTS (0.3).
		3.70	
ZALTZMAN H	02/03/06	0.30	REVIEW DOCKET (0.1) RESPOND TO QUESTIONS OFF THE DELPHI LEGAL HOTLINE (0.2).
ZALTZMAN H	02/07/06	0.90	ANSWER ADELPHI HOTLINE QUESTIONS (0.8) REVIEW DELPHI DOCKET (0.1).
ZALTZMAN H	02/12/06	6.40	REVIEW ALL COURT TRANSCRIPTS RE: CASE LAW BINDER SEARCH (6.4).
ZALTZMAN H	02/13/06	2.80	REVIEW DELPHI DOCKET (0.2); CONTINUE REVIEW OF OMNIBUS HEARING TRANSCRIPTS (1.3); PREPARE BINDER RE: JUDGE DRAIN'S DISCUSSIONS OF CASE LAW IN OMNIBUS HEARINGS (0.5); DEVELOP GROUP STRATEGY AT WEEKLY MEETING (0.8).
ZALTZMAN H	02/15/06	0.60	REVIEW DELPHI DOCKET (0.1); REVIEW OMNIBUS HEARING - DRAIN CASES - BINDER (0.5).

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ZALTZMAN H	02/17/06	0.10	REVIEW DELPHI DOCKET (0.1).
ZALTZMAN H	02/18/06	0.80	REVIEW FEB. 9 TRANSCRIPT FOR JUDGE DRAIN CASE LAW REFERENCES (0.8).
ZALTZMAN H	02/20/06	0.10	REVIEW DELPHI DOCKET (0.1).
ZALTZMAN H	02/21/06	0.80	ORGANIZE CASE LAW FOR TRANSCRIPT CASE UPDATE (0.2) WEEKLY ASSOCIATES TEAM MEETING (0.6).
ZALTZMAN H	02/22/06	1.80	REVIEW DELPHI DOCKET (0.1); RESPOND TO QUESTIONS FROM THE DELPHI LEGAL HOTLINE (1.2); CORRESPOND WITH JEANER BOURDY OF AGINE-CHARMILLES RE: QUESTIONS/CONCERNS AFF DELPHI LEGAL HOTLINE (0.5).
ZALTZMAN H	02/27/06	0.70	WEEKLY ASSOCIATES' TEAM MEETING (0.7).
ZALTZMAN H	02/28/06	0.20	REVIEW DELPHI DOCKET (0.1) CORRESPOND WITH E. GERSHBEIN RE: THE STATUS OF DELPHIDOCKET.COM (0.1).
		15.50	
ZIEGLER VE	02/06/06	0.80	ATTEND WEEKLY MEETING RE: CASE STATUS (0.8).
ZIEGLER VE	02/21/06	0.60	PARTICIPATE IN CONFERENCE CALL RE: CASE STATUS (0.6).
ZIEGLER VE	02/27/06	0.80	PREPARE AND PARTICIPATE IN TELECONFERENCE RE: CASE STATUS (0.8).
		2.20	
Total Associate		98.20	
DEMMA J	02/01/06	7.90	UPDATE PLEADINGS DOCKET (1.1); UPDATE MASTER AND 2002 SERVICE LISTS (1.6); ORGANIZE CORRESPONDENCE IN CONCORDANCE ELECTRONIC REFERENCE DATABASE (3.6); TELECONFERENCE WITH VARIOUS CREDITORS (1.6).
DEMMA J	02/02/06	5.40	ORGANIZE CORRESPONDENCE IN CONCORDANCE ELECTRONIC REFERENCE DATABASE (2.6); UPDATE DUE DILIGENCE FILES (0.6); TELECONFERENCE WITH VARIOUS CREDITORS (1.6); ORGANIZE MATERIALS FROM FOR FEBRUARY 9, 2006 OMNIBUS HEARING (0.6).
DEMMA J	02/03/06	6.80	ORGANIZE CORRESPONDENCE IN CONCORDANCE ELECTRONIC REFERENCE DATABASE (1.8); PREPARE MATERIALS FOR FEBRUARY 9, 2006 OMNIBUS HEARING (3.6); PREPARE MATERIALS FOR ATTORNEY REVIEW (1.4).

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DEMMA J	02/06/06	8.70	PREPARE MATERIALS FOR FEBRUARY 9, 2006 OMNIBUS HEARING (2.1); PREPARE/UPDATE/DISTRIBUTE CASE ADMINISTRATION MATERIALS FOR ATTORNEY USE (6.6).
DEMMA J	02/07/06	9.70	PREPARE/DISTRIBUTE CASE ADMINISTRATION MATERIALS FOR ATTORNEY USE (1.8); UPDATE MASTER AND 2002 SERVICE LIST (0.6); UPDATE HOTLINE CALL LOG (0.6); UPDATE CORRESPONDENCE FILES (3.1); PREPARE MATERIALS FOR FEBRUARY 9, 2006 OMNIBUS HEARING (3.6).
DEMMA J	02/08/06	8.30	UPDATE CORRESPONDENCE FILE (1.3); UPDATE CREDITORS MEETING PRESENTATION FILES (0.6); UPDATE KEY OBJECTION DATES ON CASE CALENDAR (2.1); PREPARE/INDEX MATERIALS FROM PREVIOUS OMNIBUS HEARINGS (1.1); PREPARE MATERIALS FOR ATTORNEY REVIEW (1.1); PREPARE/INDEX ORIGINAL SIGNATURE FIRST DAY PETITIONS AND AFFIDAVITS (2.1).
DEMMA J	02/09/06	3.80	UPDATE CORRESPONDENCE FILE (1.8); UPDATE PLEADING FILES (0.8); UPDATE ADVERSARY PROCEEDING CASE FILES (0.6); UPDATE DUE DILIGENCE FILES (0.6).
DEMMA J	02/10/06	3.60	UPDATE CORRESPONDENCE FILES (3.6).
DEMMA J	02/13/06	9.20	UPDATE MATERIALS IN PREPARATION FOR CASE ADMINISTRATION DISTRIBUTION (4.6); UPDATE DUE DILIGENCE FILES (0.6); UPDATE CORRESPONDENCE FILES (1.2); UPDATE PLEADINGS DOCKET (1.7); UPDATE LETTERS TO VARIOUS CREDITORS (1.1).
DEMMA J	02/14/06	4.40	UPDATE PLEADINGS DOCKET (1.1); UPDATE CASE ADMINISTRATION MATERIALS FOR ATTORNEY USE (1.1); UPDATE CORRESPONDENCE FILES (1.1); UPDATE/DISTRIBUTE LETTERS TO VARIOUS CREDITORS (1.1).
DEMMA J	02/15/06	3.70	UPDATE MASTER AND 2002 SERVICE LIST (1.1); UPDATE CORRESPONDENCE FILES (1.6); UPDATE PLEADINGS DOCKET (0.4); UPDATE DUE DILIGENCE FILES (0.6).
DEMMA J	02/16/06	4.30	UPDATE MASTER AND 2002 SERVICE LIST (1.1); UPDATE CORRESPONDENCE FILES (2.6); UPDATE PLEADINGS FILES (0.6).
DEMMA J	02/17/06	1.80	UPDATE PLEADINGS DOCKET (1.1); UPDATE CORRESPONDENCE FILES (0.7).
DEMMA J	02/22/06	4.30	UPDATE CORESPONDENCE FILE (1.1); UPDATE PLEADINGS FILE (1.1); UPDATE CASE ADMINISTRATION MATERIALS (2.1).

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DEMMA J	02/23/06	2.90	UPDATE CASE ADMINISTRATION MATERIALS (1.1); UPDATE CORRESPONDENCE FILES (0.6); TELECONFERENCE WITH VARIOUS CREDITORS (0.6); PREPARE DOCUMENTS FOR ATTORNEY REVIEW (0.6).
DEMMA J	02/24/06	5.30	ORGANIZE/INDEX CORRESPONDENCE FILES (4.1); UPDATE DUE DILIGENCE FILES (0.6); PREPARE PRECEDENT FOR BAR DATE MOTION (0.6).
DEMMA J	02/27/06	6.20	UPDATE DOCKET (0.6); UPDATE CORRESPONDENCE DATABASE (1.4); UPDATE/DISTRIBUTE CASE ADMINISTRATION MATERIALS (2.4); UPDATE ATTORNEY SUMMARY CHART (1.4); ATTEND TO PLANNING AND ADMINISTRATION OF BANKRUPTCY (0.4).
DEMMA J	02/28/06	0.60	UPDATE CORRESPONDENCE FILE (0.6).
		96.90	
SALAZAR AG	02/02/06	5.60	SEND COURTESY COPIES OF FILINGS TO CHAMBERS (0.2); PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF OCP (0.8); UPDATE DELPHI TEAM PRESENTATION BINDERS (0.7); REVIEW CORRESPONDENCE RECEIVED (0.3); PREPARE AND ELECTRONICALLY FILE OBJECTION (0.4); REVIEW DOCKETS AND REVISE HEARING AGENDA FOR DISTRIBUTION (3.0); RESPOND TO REQUESTS FOR DOCUMENTS (0.2).
SALAZAR AG	02/03/06	4.50	REVIEW COMMENTS ON AGENDA AND REVISE (1.0); DISTRIBUTE REVISED AGENDA TO TEAM (0.5); ASSEMBLE ALL DOCS HEARING BINDER (3.0).
SALAZAR AG	02/06/06	6.90	ASSEMBLE BINDERS IN PREPARATION FOR HEARING (4.4); CIRCULATE AGENDA (0.1); RESPOND TO REQUESTS FOR DOCUMENTS (0.2); RESEARCH DOCKET FOR PRECEDENT PLEADINGS (2.2).
SALAZAR AG	02/07/06	5.90	ASSEMBLE BINDERS FOR HEARING (1.3); REVIEW AND UPDATE AGENDA FOR HEARING (1.6); REVISE THE DRAFT SCHEDULING ORDER (0.6); REVIEW OUTSTANDING ORDERS AND BLACKLINE REVISIONS FOR SIGN OFF (2.4).
SALAZAR AG	02/08/06	11.00	FINALIZE AND ELECTRONICALLY FILE HEARING AGENDA (1.5); FINALIZE AND ELECTRONICALLY FILE SCHEDULING NOTICE (0.7); PREPARATION FOR HEARING (8.8).

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SALAZAR AG	02/09/06	6.80	FINALIZE HEARING PREPARATION (0.5); ATTEND HEARING (3.0); DISCUSS STATUS OF ARAMARK ORDER AND SETTLEMENT (0.3); TALK TO CLIENT RE: NEEDS FOR HEARING (0.9); ORDER TRANSCRIPTS OF HEARING (0.4); TELECONFERENCE RE: AGENDA FOR UPCOMING HEARING (1.1); COORDINATE LOGISTICS OF FILING WITH OUTSIDE COUNSEL (0.6).
SALAZAR AG	02/13/06	7.60	DRAFT NOTICE OF PRESENTMENT FOR MOTION (1.0); PARTICIPATE IN TEAM TELECONFERENCE (0.7); PREPARE DOCUMENTS AND COORDINATE INTERNAL DISTRIBUTION (0.9); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (5.0).
SALAZAR AG	02/14/06	3.90	DRAFT AGENDA FOR HEARING (0.1); DRAFT LETTER RE: ECF FILING FOR CHAMBERS (1.1); DRAFT AFFIDAVIT OF SERVICE FOR POTENTIAL FILING (0.9); PARTICIPATE IN STRATEGY CONFERENCE CALL (1.3); CONTACT ATTY FOR PLEADINGS DRAFTED (0.5).
SALAZAR AG	02/15/06	6.00	RESEARCH PRECEDENT PLEADINGS IN OTHER CASES (4.8); PARTICIPATE IN STRATEGY TELECONFERENCE (1.0); FILE MAINTENANCE (0.2).
SALAZAR AG	02/16/06	6.70	ASSEMBLE BINDERS OF PRECEDENT PLEADINGS FOR RESEARCH (0.9); FILE AFFIDAVIT IF SERVICE (0.3); PREPARE ECF LETTER FOR CHAMBERS (1.0); DRAFT NOTICE OF MOTION (0.5); COORDINATE FOR FILING OF SCHEDULING ORDER (4.0).
SALAZAR AG	02/17/06	8.80	SEND REQUEST FOR ASSEMBLY OF DOCUMENTS TO WORD PROCESSING (0.3); FINALIZE ECF LETTER FOR CHAMBERS (0.5); DISTRIBUTE HEARING TRANSCRIPTS INTERNALLY AND TO CLIENT (1.0); SEARCH DOCKET FOR ENTRY OF NEW ORDERS (0.3); PREPARE DOCUMENT FOR ELECTRONIC FILING (2.0); PREPARE AND ELECTRONICALLY FILE CASE PLEADINGS AND COORDINATE SERVICE WITH KCC (4.7).
SALAZAR AG	02/19/06	1.20	PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (1.2).
SALAZAR AG	02/20/06	5.50	SEND COURTESY COPIES OF FILINGS TO CHAMBERS (0.3); REVIEW KECP ORDER AS ENTERED, RUN MANUAL BLACKLINE AND ENTER INTO SYSTEM (3.3); SEND ECF LETTER TO CHAMBERS (0.4); PARTICIPATE IN MEETING RE: STRATEGY FOR UPCOMING HEARING (1.2); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (0.3).
SALAZAR AG	02/21/06	0.60	PARTICIPATE IN TEAM CALL (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	02/22/06	3.90	REVIEW SDNY DOCKETS FOR PRECEDENT PLEADINGS (1.8); PARTICIPATE IN TELECONFERENCE RE: DATABASES (0.8); REVIEW AND UPDATE NEXT OMNIBUS HEARING AGENDA AND CIRCULATE (1.3).
SALAZAR AG	02/23/06	0.70	REVIEW CORRESPONDENCE RECEIVED AND FORWARD FOR UPLOAD IN DATABASE (0.7).
SALAZAR AG	02/24/06	0.80	REVIEW DOCKETS FOR PRECEDENT PLEADINGS (0.5); RESPOND TO REQUEST FOR DOCUMENT (0.3).
SALAZAR AG	02/27/06	3.20	DRAFT HEARING AGENDA (1.0); REVIEW CORRESPONDENCE (0.4); PARTICIPATE IN CONFERENCE CALL (0.7); GET STATUS OF TRANSCRIPT (0.2); REVIEW KECP FILES (0.1); REVIEW STATUS OF PREVIOUS MOTIONS AND ORDERS (0.8).
SALAZAR AG	02/28/06	5.30	UPDATE HEARING AGENDA (1.9); CLEAN FILES (0.2); PARTICIPATE IN CONFERENCE CALL (0.7); PREPARE PLEADINGS OF ITEMS TO BE FILED FOR FINAL REVIEW, AND HAND DELIVER TO PARTNER (2.5).
94.90			
ZSOLDOS AF	02/01/06	2.40	PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.4); UPDATE POSTPETITION DOCUMENT NUMBER MASTER INDEX (0.3); SEND LIST OF ENTITIES UPDATED IN 2002 LIST TO J. DEMMA FOR COORDINATION WITH KCC (0.5); RETURN CALLS AND UPDATE DELPHI HOTLINE CALL LOG (0.4); DOCKET PULLS (0.4).
ZSOLDOS AF	02/02/06	1.30	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.4); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.5).
ZSOLDOS AF	02/03/06	2.70	PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DRAFT OF ALL DOCUMENTS BINDER (1.2); ELECTRONICALLY FILE WITH COURT NOTICE OF WITHDRAWAL OF PULLMAN BANK AND TRUST MOTION (0.2); DOCKET PULLS (0.7).

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ZSOLDOS AF	02/06/06	4.50	PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART FOR INCLUSION IN CASE ADMINISTRATION BINDER (1.2); PRECEDENT SEARCH RE: RESOLVED AGENDA MATTERS (0.6); DOCKET REQUESTS (0.5); WEEKLY CALL (0.8); CREATE AND UPDATE PROFFER BINDER FOR UPCOMING HEARING (0.8).
ZSOLDOS AF	02/07/06	0.50	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); FIND AND SEND TRANSCRIPTS OF DELOITTE & TOUCHE HEARING TO E. REILLY (0.3).
ZSOLDOS AF	02/08/06	7.60	PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.4); UPDATE CASE ADMINISTRATION BINDER (0.3); HEARING PREPARATION: COORDINATION OF MATERIALS, PROFFER BINDER PREPARATION AND UPDATING, AND HEARING BINDER UPDATING, PREPARING COVER LETTER AND DOCUMENTS TO BE SENT TO CHAMBERS, AND OTHER MISCELLANEOUS HEARING PREPARATION (6.5).
ZSOLDOS AF	02/09/06	5.50	PREPARE FOR, ASSIST AT, OMNIBUS HEARING (5.5).
ZSOLDOS AF	02/13/06	2.80	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART (2.2).
ZSOLDOS AF	02/14/06	0.80	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); VARIOUS DOCKET PULLS (0.2).
ZSOLDOS AF	02/15/06	0.60	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2) PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	02/16/06	1.20	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.4); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.4).
ZSOLDOS AF	02/17/06	0.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.5); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).
ZSOLDOS AF	02/20/06	4.40	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.7); UPDATE MOTION SUMMARY CHART (1.9); TELECONFERENCE WITH WORKING GROUP RE: UPCOMING OMNIBUS HEARING (1.2).
ZSOLDOS AF	02/21/06	3.70	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE CASE ADMINISTRATION BINDERS (2.5); PARTICIPATE IN WEEKLY CALL (0.6).
ZSOLDOS AF	02/22/06	1.70	RESPOND TO EMAILS AND VOICEMAILS (0.3); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS AND DISTRIBUTIONS THROUGHOUT THE DAY (0.6); REVIEW LAFONZA PLEADING (0.2).
ZSOLDOS AF	02/23/06	1.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.5).
ZSOLDOS AF	02/24/06	1.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.3); FIND AND EMAIL RECENTLY FILED MOTION TO A. FRANKUM OF FTI (0.2).
ZSOLDOS AF	02/26/06	1.40	UPDATE MOTION SUMMARY CHART (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	02/27/06	1.50	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS FOR R. MEISLER (0.2); PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.7).
ZSOLDOS AF	02/28/06	2.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE CASE ADMINISTRATION BINDERS (1.5).

47.80

Total Legal Assistant 239.60

NEGRON AM	02/01/06	2.30	UPDATE PLEADINGS INDEX (0.9); UPDATE 2002 SERVICE LIST (0.7) AND REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.7).
NEGRON AM	02/02/06	1.50	UPDATE PLEADINGS INDEX (0.8); UPDATE 2002 SERVICE LIST (0.3) AND REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.4).
NEGRON AM	02/03/06	1.70	UPDATE PLEADINGS INDEX (0.9); UPDATE 2002 SERVICE LIST (0.8).
NEGRON AM	02/06/06	3.70	UPDATE PLEADINGS INDEX (1.1); UPDATE SERVICE LIST (0.9); DOWNLOAD PLEADINGS (0.9); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.8).
NEGRON AM	02/08/06	1.80	UPDATE PLEADINGS INDEX (0.9); UPDATE SERVICE LIST (0.9).
NEGRON AM	02/09/06	1.90	UPDATE PLEADINGS INDEX (1.1); UPDATE SERVICE LIST (0.8).
NEGRON AM	02/14/06	2.30	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.8) AND DOWNLOAD PLEADINGS (0.4).
NEGRON AM	02/15/06	1.90	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.3) AND REVIEW AND INDEX PLEADINGS (0.5).
NEGRON AM	02/16/06	1.50	UPDATE PLEADINGS INDEX (0.9) AND UPDATE 2002 SERVICE LIST (0.6).
NEGRON AM	02/17/06	1.90	UPDATE PLEADINGS INDEX (0.9); UPDATE 2002 SERVICE LIST (0.4) AND REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

NEGRON AM	02/20/06	3.40	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.9); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.6); PREPARE CASE ADMIN DOCUMENTS (0.8)
NEGRON AM	02/22/06	2.80	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.9) AND REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.8)
NEGRON AM	02/23/06	2.50	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.7) AND REVIEW AND INDEX PLEADINGS (0.7)
NEGRON AM	02/24/06	4.40	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.7); DOWNLOAD PLEADINGS (0.8); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS FOR OUR ON-SITE PLEADINGS FILES (1.8)
NEGRON AM	02/27/06	2.20	UPDATE PLEADINGS INDEX (1.4); UPDATE 2002 SERVICE LIST (0.8)
NEGRON AM	02/28/06	5.20	UPDATE PLEADINGS INDEX (1.2); UPDATE 2002 SERVICE LIST (2.1); UPDATE CASE ADMIN BINDERS (1.1); DOWNLOAD PLEADINGS (0.8)
		41.00	
Total Legal Assistant Support		41.00	

TOTAL TIME

450.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Case Administration**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/02/06	Lyons JK	416.13
Air/Rail Travel - vendor feed	02/02/06	Lyons JK	160.70
Air/Rail Travel - vendor feed	02/02/06	Lyons JK	-371.13
Air/Rail Travel - vendor feed	02/07/06	Herriott AV	811.80
Air/Rail Travel - vendor feed	02/07/06	Micheli MJ	144.30
Air/Rail Travel - vendor feed	02/07/06	Herriott AV	-811.80
Air/Rail Travel - vendor feed	02/09/06	Lyons JK	432.55
Air/Rail Travel - vendor feed	02/12/06	Lyons JK	456.20
Air/Rail Travel - vendor feed	02/13/06	Lyons JK	389.73
Air/Rail Travel - vendor feed	02/22/06	Lyons JK	417.38
Air/Rail Travel - vendor feed	02/23/06	Lyons JK	459.14
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,505.00
In-house Reproduction	02/03/06	Copy Center, D	108.70
In-house Reproduction	02/03/06	Copy Center, D	60.30
In-house Reproduction	02/07/06	Copy Center, D	643.80
In-house Reproduction	02/07/06	Copy Center, D	1,060.80
In-house Reproduction	02/10/06	Copy Center, D	853.50
In-house Reproduction	02/10/06	Copy Center, D	424.10
In-house Reproduction	02/14/06	Copy Center, D	2,204.20
In-house Reproduction	02/17/06	Copy Center, D	1,355.90
In-house Reproduction	02/17/06	Copy Center, D	4,298.70
In-house Reproduction	02/21/06	Copy Center, D	43.00
In-house Reproduction	02/21/06	Copy Center, D	824.30
In-house Reproduction	02/24/06	Copy Center, D	1,370.30
In-house Reproduction	02/24/06	Copy Center, D	1,211.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/28/06	Copy Center, D	278.30
In-house Reproduction	02/28/06	Copy Center, D	13.70
		TOTAL IN-HOUSE REPRODUCTION	\$14,751.00
Telephone Expense	02/24/06	Telecommunications, D	27.65
Telephone Expense	02/24/06	Telecommunications, D	29.67
Telephone Expense	02/24/06	Telecommunications, D	0.56
Telephone Expense	02/24/06	Telecommunications, D	4.81
Telephone Expense	02/24/06	Telecommunications, D	5.22
Telephone Expense	02/24/06	Telecommunications, D	0.09
		TOTAL TELEPHONE EXPENSE	\$68.00
Postage	02/23/06	Office Admin, D	5.92
Postage	02/23/06	Office Admin, D	5.92
Postage	02/23/06	Office Admin, D	6.57
Postage	02/23/06	Office Admin, D	5.92
Postage	02/23/06	Office Admin, D	11.84
Postage	02/23/06	Office Admin, D	3.01
Postage	02/23/06	Office Admin, D	5.62
Postage	02/23/06	Office Admin, D	5.62
Postage	02/23/06	Office Admin, D	5.62
Postage	02/23/06	Office Admin, D	5.62
Postage	02/23/06	Office Admin, D	5.62
Postage	02/24/06	Office Admin, D	1.84
Postage	02/24/06	Office Admin, D	11.01
Postage	02/24/06	Office Admin, D	2.87
		TOTAL POSTAGE	\$83.00
Non-standard/Outside Reproduction	02/15/06	Village Copier	2,637.00
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$2,637.00
Lexis/Nexis	02/02/06	Shelden SV	44.10
Lexis/Nexis	02/12/06	Zaltzman H	507.21
Lexis/Nexis	02/13/06	Zaltzman H	1,033.69
		TOTAL LEXIS/NEXIS	\$1,585.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	02/02/06	Toussi S	704.88
Westlaw	02/03/06	Hallan CF	163.08
Westlaw	02/04/06	Toussi S	257.79
Westlaw	02/06/06	Demma J	19.18
Westlaw	02/26/06	Toussi S	575.15
Westlaw	02/27/06	Toussi S	177.92
		TOTAL WESTLAW	\$1,898.00
Reproduction - color	02/03/06	Copy Center, D	1,394.16
Reproduction - color	02/03/06	Copy Center, D	82.51
Reproduction - color	02/04/06	Copy Center, D	76.01
Reproduction - color	02/07/06	Copy Center, D	121.01
Reproduction - color	02/09/06	Copy Center, D	142.02
Reproduction - color	02/16/06	Copy Center, D	231.03
Reproduction - color	02/17/06	Copy Center, D	1,099.63
Reproduction - color	02/17/06	Copy Center, D	686.08
Reproduction - color	02/17/06	Copy Center, D	27.50
Reproduction - color	02/21/06	Copy Center, D	24.50
Reproduction - color	02/24/06	Copy Center, D	382.04
Reproduction - color	02/28/06	Copy Center, D	47.51
		TOTAL REPRODUCTION - COLOR	\$4,314.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	18.55
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	13.96
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	22.20
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	1.36
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	6.63
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	8.04
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	36.13
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	9.13
		TOTAL VENDOR HOSTED TELECONFERENCING	\$116.00
Air/Rail Travel (external)	02/06/06	Butler, Jr. J	138.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$138.00
Out-of-Town Travel	02/02/06	Lyons JK	96.01
Out-of-Town Travel	02/02/06	Lyons JK	311.15
Out-of-Town Travel	02/02/06	Lyons JK	96.01
Out-of-Town Travel	02/02/06	Lyons JK	842.10
Out-of-Town Travel	02/06/06	Butler, Jr. J	22.50
Out-of-Town Travel	02/06/06	Butler, Jr. J	85.01
Out-of-Town Travel	02/06/06	Butler, Jr. J	829.48
Out-of-Town Travel	02/06/06	Butler, Jr. J	25.50
Out-of-Town Travel	02/07/06	Lyons JK	314.11
Out-of-Town Travel	02/09/06	Lyons JK	94.01
Out-of-Town Travel	02/09/06	Lyons JK	179.44
Out-of-Town Travel	02/09/06	Lyons JK	466.66
Out-of-Town Travel	02/10/06	Micheli MJ	979.93
Out-of-Town Travel	02/14/06	Lyons JK	226.84
Out-of-Town Travel	02/14/06	Lyons JK	172.00
Out-of-Town Travel	02/14/06	Lyons JK	46.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/23/06	Lyons JK	224.78
Out-of-Town Travel	02/23/06	Lyons JK	26.00
Out-of-Town Travel	02/24/06	Lyons JK	439.67
Out-of-Town Travel	02/28/06	Lyons JK	263.43
Out-of-Town Travel	02/28/06	Lyons JK	131.37
Out-of-Town Travel	02/28/06	Lyons JK	38.00
		TOTAL OUT-OF-TOWN TRAVEL	\$5,910.00
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	12.26
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	12.26
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	12.26
Messengers/ Courier	02/02/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/02/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	9.02
Messengers/ Courier	02/05/06	United Parcel Service	179.57
Messengers/ Courier	02/06/06	Dist Serv/Mail/Page, D	25.90
Messengers/ Courier	02/06/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/06/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/06/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/06/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	20.41
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	36.15
Messengers/ Courier	02/08/06	Dist Serv/Mail/Page, D	79.01
Messengers/ Courier	02/08/06	Dist Serv/Mail/Page, D	21.58

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	02/09/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	20.01
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	23.01
Messengers/ Courier	02/15/06	Dist Serv/Mail/Page, D	17.63
Messengers/ Courier	02/16/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/17/06	Dist Serv/Mail/Page, D	12.26
Messengers/ Courier	02/17/06	Dist Serv/Mail/Page, D	6.17
Messengers/ Courier	02/17/06	Dist Serv/Mail/Page, D	6.17
Messengers/ Courier	02/17/06	Dist Serv/Mail/Page, D	6.17
Messengers/ Courier	02/17/06	Dist Serv/Mail/Page, D	6.17
Messengers/ Courier	02/17/06	Dist Serv/Mail/Page, D	6.17
Messengers/ Courier	02/19/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/22/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/24/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/24/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	02/26/06	United Parcel Service	14.42
Messengers/ Courier	02/28/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/28/06	Dist Serv/Mail/Page, D	11.76
Messengers/ Courier	02/28/06	Dist Serv/Mail/Page, D	11.76
		TOTAL MESSENGERS/ COURIER	\$873.00
Out-of-Town Meals	02/01/06	Lyons JK	1,014.68
Out-of-Town Meals	02/02/06	Lyons JK	111.07
Out-of-Town Meals	02/06/06	Butler, Jr. J	19.50
Out-of-Town Meals	02/07/06	Micheli MJ	7.24
Out-of-Town Meals	02/09/06	Micheli MJ	6.67
Out-of-Town Meals	02/09/06	Lyons JK	100.89
Out-of-Town Meals	02/13/06	Lyons JK	8.37
Out-of-Town Meals	02/14/06	Lyons JK	56.53
Out-of-Town Meals	02/24/06	Lyons JK	51.06
Out-of-Town Meals	02/28/06	Lyons JK	44.99
		TOTAL OUT-OF-TOWN MEALS	\$1,421.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Court Reporting	02/22/06	Rand Transcript Service, Inc.	-58.48
Court Reporting	02/23/06	Veritext New York Reporting Company L.L.	762.48
		TOTAL COURT REPORTING	\$704.00
Outside Research/Internet Services	02/16/06	Thomson Financial/Investment Banking	43.45
Outside Research/Internet Services	02/28/06	Global Securities	59.55
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$103.00
Scanning	02/20/06	Scott-Bonnick S	15.63
Scanning	02/20/06	Scott-Bonnick S	229.57
Scanning	02/20/06	Scott-Bonnick S	90.80
		TOTAL SCANNING	\$336.00
OCR Processing	02/20/06	Poon MY	7.11
OCR Processing	02/20/06	Poon MY	104.51
OCR Processing	02/20/06	Poon MY	41.29
OCR Processing	02/22/06	Romero E	38.09
		TOTAL OCR PROCESSING	\$191.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Contracted Catering-NY	02/10/06	Matz TJ	448.20
Contracted Catering-NY	02/27/06	Matz TJ	298.80
		TOTAL CONTRACTED CATERING-NY	\$747.00
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	26.74
Wireless - Mobile/Cellular/Pager	02/11/06	Reese RG	202.48
Wireless - Mobile/Cellular/Pager	02/11/06	Lyons JK	236.78
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$466.00
		TOTAL MATTER	\$38,846.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Case Administration**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/06	1.70	BEGIN TO PREPARE FOR MARCH 9TH OMNIBUS HEARING INCLUDING MEETING WITH DELPHI SENIOR MANAGEMENT TEAM IN NEW YORK (1.1); BEGIN TO REVIEW OF LIKELY CONTESTED MATTERS, RELATED PLEADINGS AND PROPOSED FILINGS (0.6).
BUTLER, JR. J	03/02/06	0.80	CONTINUE TO PREPARE FOR MARCH 9TH OMNIBUS HEARING INCLUDING REVIEW OF LIKELY CONTESTED MATTERS, RELATED PLEADINGS AND PROPOSED FILINGS (0.8).
BUTLER, JR. J	03/05/06	1.70	BEGIN TO PREPARE FOR MARCH 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DRAFT AGENDA AND HEARING BINDER (1.7).
BUTLER, JR. J	03/06/06	0.90	CONTINUE TO PREPARE FOR MARCH 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF HEARING MATTERS WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.9).
BUTLER, JR. J	03/07/06	0.80	CONTINUE TO PREPARE FOR MARCH 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW AND COMMENT ON DRAFT HEARING AGENDA (0.8).
BUTLER, JR. J	03/08/06	1.10	CONTINUE TO PREPARE FOR MARCH 9TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW AND COMMENT ON VARIOUS ORDERS PENDING MOTIONS (1.1).
BUTLER, JR. J	03/09/06	2.60	PREPARE FOR (1.7) AND ATTEND (0.6) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; REVIEW CHART OF APRIL, 2006 MOTIONS SCHEDULED TO DATE (0.3).
		9.60	
LYONS JK	03/10/06	2.70	REVIEW OF VOLUMINOUS PLEADINGS, CORRESPONDENCE AND ASSIGNED TASKS (2.7).
LYONS JK	03/17/06	1.90	REVIEW OF VARIOUS CORRESPONDENCE PLEADINGS AND OTHER MATTERS AND ASSIGNED TASKS (1.9).
		4.60	
MARAFIOTI KA	03/01/06	0.40	REVIEW AND REVISE SUPPLEMENTAL CASE MANAGEMENT ORDER (0.4).
MARAFIOTI KA	03/02/06	1.00	REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/03/06	1.70	REVIEW INCOMING CORRESPONDENCE RE: VARIOUS MATTERS (0.5); REVIEW REVISED SUPPLEMENTAL CASE MANAGEMENT ORDER (0.8); CORRESPONDENCE FROM COMMITTEE RE: SAME (0.2); PROPOSE FURTHER CHANGES RE: SAME (0.2).
MARAFIOTI KA	03/06/06	0.30	FINALIZE SUPPLEMENTAL CASE MANAGEMENT ORDER AND WORK ON RELATED ISSUES (0.3).
MARAFIOTI KA	03/07/06	1.90	REVIEW AND DISTRIBUTE INCOMING CORRESPONDENCE AND PLEADINGS (0.4); REVIEW AND REVISE AGENDA FOR HEARING (0.2); CORRESPONDENCE RE: VARIOUS MATTERS (0.5); DEVELOP CASE STRATEGY (0.7); TELECONFERENCE FROM R. EISENBERG RE: OPEN MATTERS (0.1).
MARAFIOTI KA	03/08/06	2.10	MEETING WITH CORCORAN, K. CRAFT, J. SHEEHAN, PASRICHA, AND EISENBERG RE: VARIOUS PENDING MATTERS (1.7); REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.4).
MARAFIOTI KA	03/09/06	3.00	MEETING WITH CLIENT IN PREPARATION FOR HEARING (2.0); ATTEND FIFTH OMNIBUS HEARING AND POST-HEARING CONFERENCES WITH CLIENT AND OTHER PARTIES (1.0).
MARAFIOTI KA	03/10/06	0.60	REVIEW INCOMING MAIL AND CORRESPONDENCE (0.3); WORK ON CASE MANAGEMENT (0.3).
MARAFIOTI KA	03/13/06	0.80	WORK ON ADMINISTRATIVE MATTERS (0.2); REVIEW INCOMING PLEADINGS AND CORRESPONDENCE (0.2); CASE MANAGEMENT (0.4).
MARAFIOTI KA	03/14/06	0.30	WORK ON MISCELLANEOUS CASE MANAGEMENT ISSUES (0.3).
MARAFIOTI KA	03/15/06	0.60	REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.6).
MARAFIOTI KA	03/16/06	1.20	REVIEW PLEADINGS AND CORRESPONDENCE (0.8); WORK ON CASE MANAGEMENT (0.4).
MARAFIOTI KA	03/17/06	0.50	CORRESPONDENCE REVIEW (0.5).
MARAFIOTI KA	03/20/06	0.40	WORK ON ADMINISTRATIVE MATTERS (0.1); REVIEW INCOMING PLEADINGS AND CORRESPONDENCE (0.3).
MARAFIOTI KA	03/22/06	0.60	WORK ON ADMINISTRATIVE MATTERS (0.3) AND REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.3).
MARAFIOTI KA	03/24/06	1.60	WORK ON CASE MANAGEMENT (1.6).
MARAFIOTI KA	03/25/06	0.40	FILE REVIEW AND CORRESPONDENCE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/28/06	0.70	INCOMING MAIL AND CORRESPONDENCE REVIEW (0.7).
MARAFIOTI KA	03/31/06	1.30	REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.4); WORK WITH KCC ON SERVICE ISSUES FOR ALL PLEADINGS (0.5); CASE MANAGEMENT ISSUES (0.4).
		19.40	
Total Partner		33.60	
MATZ TJ	03/01/06	1.80	REVIEW LATHAM COMMENTS ON AMENDED CASE MANAGEMENT ORDER (0.9); REVISE AND DISTRIBUTE AMENDED CASE MANAGEMENT ORDER (0.8); WORK ON PLEADINGS FOR MARCH 1 & 2 FILINGS AND PROFFERS FOR MARCH 9 HEARING (1.0).
MATZ TJ	03/02/06	4.20	FURTHER REVISIONS TO PROPOSED CASE MANAGEMENT ORDER AND DISTRIBUTE SAME (0.4); TELECONFERENCES WITH H. BAER RE: REVISIONS TO SAME (0.3); FOLLOW UP WORK RE: SAME (0.3); REVIEW AND REVISE PROFFERS FOR MARCH 9 HEARING (1.3); REVIEW AND REVISE AGENDA RE: SAME (0.3); TELECONFERENCES WITH U.S. TRUSTEE RE: PROPOSED AGENDA FOR MARCH 9 HEARING (0.4); TELECONFERENCE WITH CHAMBERS RE: SAME (0.2); REVIEW CORRESPONDENCE RE: CASE (0.4); CONTINUING WORK AND PREPARATION FOR MARCH 9 HEARING MATERIALS (0.6).
MATZ TJ	03/03/06	5.00	WORKING ON FINAL REVISIONS TO AMENDED CASE MANAGEMENT ORDER (1.6); CORRESPONDENCE WITH H. BEAR RE: SAME (0.4); FOLLOW UP WORK RE: SAME (0.4); REVIEW AND REVISE PROFFERS AND HEARING MATERIALS FOR MARCH 9 HEARING (1.3); CORRESPONDENCE RE: VARIOUS ITEMS ON AGENDA (0.4); FOLLOW UP WORK RE: SAME (0.3); REVIEW AND REVISE AGENDA (0.3); TELECONFERENCES WITH U.S. TRUSTEE AND CHAMBERS RE: SAME (0.3).
MATZ TJ	03/06/06	4.70	WORK ON OUTSTANDING MATTERS RE: CASE MANAGEMENT ORDER AMENDMENTS (0.9); REVIEW PROFFERS FOR MARCH 9 HEARING BINDER (1.4); WORK ON MARCH 9 HEARING SCHEDULING AND AGENDA (1.3); DISTRIBUTE SAME (0.2); PARTICIPATE IN WEEKLY ASSOCIATES STATUS/UPDATE CONFERENCE CALL (0.5); WORK ON FOLLOW UP MATTERS RE: SAME (0.4).

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MATZ TJ	03/07/06	3.30	FOLLOW UP WITH TOGUT, ET AL. RE: STATUS OF MATTERS ON PROPOSED MARCH 9 HEARING AGENDA AND CONTINUING REVISIONS TO AGENDA RE: SAME (2.2); CORRESPONDENCE AND FOLLOW UP TELECONFERENCES WITH VARIOUS PARTIES, INCLUDING THE U.S. TRUSTEE AND CHAMBERS RE: SAME (1.1).
MATZ TJ	03/08/06	4.70	TELECONFERENCES AND CORRESPONDENCE WITH TOGUT RE: BEHR, JST, ENTERGY AND BANK OF AMERICA ADVERSARY RE: MARCH 9 HEARING (0.4); FOLLOW UP WORK RE: SAME AND AGENDA (0.3); CONTINUING REVISIONS TO MARCH 9 HEARING AGENDA (1.6); TELECONFERENCES WITH CHAMBERS RE: SAME AND SUBMISSION OF ORDER TO CHAMBERS (0.4); TELECONFERENCES WITH U.S. TRUSTEE RE: RE: HEARING AGENDA AND SUBMISSION OF ORDER TO CHAMBERS (0.3); TELECONFERENCES WITH LATHAM RE: SAME (0.2); TELECONFERENCES WITH TOGUT RE: HEARING AGENDA AND SUBMISSION OF ORDER TO CHAMBERS (0.2); REVIEW AND UPDATE PROFFERS FOR MARCH 9 HEARING (1.3).
MATZ TJ	03/09/06	3.00	FINAL REVIEW FOR MARCH 9 OMNIBUS HEARING (0.5); ATTENDING IN COURT OMNIBUS HEARING (0.9); FOLLOW UP WORK RE: ORDERS FOR CHAMBERS (0.3); TELECONFERENCE WITH U.S. TRUSTEE RE: FINAL ORDERS (0.2); PREPARING AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.7); FOLLOW UP WORK RE: OUTSTANDING ORDER FROM PRIOR HEARINGS (0.4).
MATZ TJ	03/10/06	3.40	WORKING ON FINALIZING OUTSTANDING ORDER AND CORRESPONDENCE RE: SAME (0.4); FOLLOW UP WORK AND CORRESPONDENCE RE: CHINESE JOINT VENTURE ORDER (0.6); WORK ON SUPPLEMENTAL CASE MANAGEMENT NOTICE (0.2); REVIEW CORRESPONDENCE AND E-MAILS RE: CASE (0.5); PARTICIPATE IN WEEKLY SENIOR STRATEGY CONFERENCE CALL (1.5); FOLLOW UP WORK RE: SAME (0.6); TELECONFERENCE WITH CHAMBERS RE: ORDERS FOR ENTRY (0.2).
MATZ TJ	03/13/06	1.90	CONTINUING WORK ON CASE MANAGEMENT MATTERS (0.2); CORRESPONDENCE RE: SAME (0.2); REVIEW CORRESPONDENCE RE: CASE (0.6); PARTICIPATE IN WEEKLY ASSOCIATES STATUS CALL (0.5); FOLLOW UP WORK RE: VARIOUS MOTIONS (0.4).
MATZ TJ	03/14/06	0.80	REVIEW CORRESPONDENCE (0.4); FOLLOW UP ON OUTSTANDING ORDERS (0.2); FOLLOW UP RE: KCC SERVICE AND DOCKET MATTERS (0.2).
MATZ TJ	03/15/06	0.40	REVIEWING CORRESPONDENCE (0.4).

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MATZ TJ	03/16/06	0.80	REVIEW CORRESPONDENCE (0.6); TELECONFERENCE WITH CHAMBERS RE: STATUS OF VARIOUS RIDERS (0.2).
MATZ TJ	03/17/06	0.40	FOLLOW UP WITH CHAMBERS RE: MARCH 9 ORDERS (0.2); DISTRIBUTE SAME AS DOCKETED (0.2).
MATZ TJ	03/19/06	1.40	WORKING ON DELPHI DOCKET AND CHANGES THERE TO (0.3); TELECONFERENCE WITH S. LI OF K.C.C. RE: SAME (0.2); REVIEWING CORRESPONDENCE (0.8); FOLLOW UP WORK RE: SUPPLEMENTAL CASE MANAGEMENT ORDER (0.1).
MATZ TJ	03/20/06	0.90	FOLLOW UP WITH CHAMBERS RE: MARCH 9 ORDERS (0.2); PARTICIPATE IN WEEKLY ASSOCIATES CALL RE: STATUS AND UPDATE RE: OUTSTANDING MATTERS (0.4) AND FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	03/22/06	0.40	REVIEW CORRESPONDENCE (0.4).
MATZ TJ	03/23/06	0.80	PREPARING AGENDA FOR 3/24 SENIOR STRATEGY CONFERENCE CALL (0.4); REVIEW CORRESPONDENCE (0.4).
MATZ TJ	03/26/06	0.60	REVIEW CORRESPONDENCE RE: CASE (0.3); WORK ON APRIL 7 OMNIBUS HEARING AGENDA (0.3).
MATZ TJ	03/27/06	1.80	REVIEW CORRESPONDENCE (0.4); REVIEW APRIL 7 OMNIBUS HEARING AGENDA (0.3); PARTICIPATE IN WEEKLY ASSOCIATES STATUS CONFERENCE CALL RE: ONGOING MATTERS (0.9); FOLLOW UP WORK THEREFROM (0.2).
MATZ TJ	03/28/06	0.80	TELECONFERENCE WITH CHAMBERS RE: MAY OMNIBUS HEARING DATE (0.1); FOLLOW UP WORK RE: ORDER AND SAME (0.3); REVIEW CORRESPONDENCE (0.4).

41.10

Total Counsel

41.10

DE ELIZALDE D	03/03/06	0.60	SUPERVISE AMENDMENT OF NOTICE PARTIES' LIST (0.6).
DE ELIZALDE D	03/06/06	0.50	WEEKLY ORGANIZATIONAL MEETING (0.5).
DE ELIZALDE D	03/13/06	0.50	WEEKLY MEETING RE: UPDATES ON CASE (0.5).
DE ELIZALDE D	03/20/06	0.40	WEEKLY CONFERENCE CALL RE: STATUS OF THE CASE (0.4).
DE ELIZALDE D	03/27/06	0.90	WEEKLY STRATEGY CONFERENCE CALL (0.9).
DE ELIZALDE D	03/28/06	1.20	DRAFT REVISED CASE MANAGEMENT ORDER (1.2).

4.10

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DIAZ LB	03/27/06	4.70	REVIEW DOCUMENTS FOR CASE ADMINISTRATION BINDER (3.8); PARTICIPATE IN WEEKLY STRATEGY MEETING (0.9).
DIAZ LB	03/28/06	5.30	ANALYZE MOTIONS FILED FOR APRIL 7 OMNIBUS HEARING TO ENSURE COMPLIANCE WITH CASE MANAGEMENT ORDER (5.3).
DIAZ LB	03/29/06	0.90	REVISE ANALYSIS OF MOTIONS TO BE HEARD FOR APRIL 7 HEARING IN ORDER TO ENSURE COMPLIANCE WITH CASE MANAGEMENT ORDER (0.9).
		10.90	
FERN BM	03/01/06	0.70	REVIEW DOCKET FOR NEW PLEADINGS (0.2); REVISE SCRIPT TO CASE MANAGEMENT MOTION (0.5).
FERN BM	03/02/06	4.40	REVIEW DOCKET FOR NEW PLEADINGS (0.2); REVIEW AND ANALYZED TERMS OF PROPOSED CASE MANAGEMENT ORDER (0.8); DRAFT SCRIPT TO CASE MANAGEMENT MOTION (1.4); TELECONFERENCE WITH H. BAER RE: TERMS OF CASE MANAGEMENT ORDER (0.3); ANALYSIS OF ISSUES RE: CASE MANAGEMENT ORDER (0.7); ATTENTION TO ISSUES RE: CASE MANAGEMENT ORDER (0.5); REVISE CASE MANAGEMENT ORDER (0.5).
FERN BM	03/03/06	0.50	ATTENTION TO ISSUES RE: PROPOSED CASE MANAGEMENT ORDER (0.3); REVIEWED DOCKET FOR NEW PLEADING (0.2).
FERN BM	03/06/06	1.90	REVIEW DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 3/9 HEARING (0.6); ATTENTION TO ISSUES RE: CASE MANAGEMENT ORDER (0.8); EMAILS TO/FROM H. BAER RE: CASE MANAGEMENT (0.3).
FERN BM	03/07/06	5.40	EMAILS TO/FROM H. BAER RE: CASE MANAGEMENT ORDER (0.4); REVISED CASE MANAGEMENT ORDER (0.2); ATTENTION TO DOCUMENTS RE: PRESENTATION OF CASE MANAGEMENT ORDER (2.3); REVISED SCRIPT TO CASE MANAGEMENT MOTION (1.1); ATTENTION TO DOCUMENTS IN PREPARATION FOR 3/9 HEARING (1.4).
FERN BM	03/08/06	0.90	REVIEW DOCKET (0.2); ATTENTION TO DOCUMENTS IN PREPARATION FOR 3/9 HEARING (0.7).
FERN BM	03/27/06	1.10	REVIEW DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 4/7 OMNIBUS HEARING (0.9).
		14.90	
HERRIOTT AV	03/01/06	1.30	ANSWER CASE CORRESPONDENCE (0.9); BEGIN PREPARATION FOR HEARING (0.4).

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HERRIOTT AV	03/02/06	1.10	RESPOND TO ADDITIONAL CASE CORRESPONDENCE (1.0); RESEARCH SERVICE ISSUE (0.1).
HERRIOTT AV	03/06/06	3.30	REVIEW AND REVISE DOCUMENTS FOR CASE ADMINISTRATION MATERIALS INCLUDING MOTION SUMMARY CHART, CASE CALENDAR, HEARING PLANNER (3.3).
HERRIOTT AV	03/07/06	1.30	CONTINUE PREPARATIONS FOR OMNIBUS HEARING (1.3).
HERRIOTT AV	03/08/06	1.30	RETURN TELECONFERENCES FROM DELPHI HOTLINE (0.8); RESPOND TO OTHER CASE CORRESPONDENCE (0.5).
HERRIOTT AV	03/09/06	1.90	UPDATE CASE CALENDAR (0.6); GENERATE LIST OF DOCUMENTS TO FILE (0.7); UPDATE TASK LIST (0.4); RESPOND TO CASE CORRESPONDENCE (0.2).
HERRIOTT AV	03/10/06	1.00	UPDATE TASK LIST (0.3); UPDATE CASE ADMINISTRATION MATERIALS (0.4); RESPOND TO CORRESPONDENCE (0.3).
HERRIOTT AV	03/20/06	3.00	REVIEW AND REVISE, MOTION SUMMARY CHART (0.7), HEARING PLANNER (0.6), CASE CALENDAR (0.4); REVIEW AND RESPOND TO CASE CORRESPONDENCE (1.3).
HERRIOTT AV	03/21/06	0.30	REVIEW AND REVISE INFORMATION IN CASE ADMINISTRATION DOCUMENTS (0.2); RESPOND TO CASE CORRESPONDENCE (0.1).
HERRIOTT AV	03/22/06	0.80	RETURN CALLS FROM HOTLINE (0.2); EVALUATE ISSUE RE: MAILING MATRIX (0.2); RESPOND TO CASE CORRESPONDENCE RE: VARIOUS ISSUES (0.4).
HERRIOTT AV	03/23/06	2.00	REVIEW EQUITY COMMITTEE MOTION HEARING TRANSCRIPT (0.6), PREPARATION FOR CASE ADMINISTRATION MATTERS (1.0); FOLLOW UP ON SERVICE ISSUE (0.1); REVIEW CASE NEWS FOR RELEVANT INFORMATION (0.4); RESPOND TO CASE CORRESPONDENCE (0.5).
HERRIOTT AV	03/24/06	0.50	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.4); EVALUATE SERVICE ISSUE (0.1).
HERRIOTT AV	03/27/06	2.30	PARTICIPATE IN WORKING GROUP MEETING (0.9); REVIEW AND REVISE CASE ADMINISTRATION MATERIALS INCLUDING CASE CALENDAR, HEARING PLANNER, MOTION SUMMARY CHART (1.4).
HERRIOTT AV	03/28/06	2.00	REVIEW AND RESPOND TO CASE CORRESPONDENCE (1.4); UPDATE CASE ADMINISTRATION MATERIALS (0.6).
HERRIOTT AV	03/29/06	1.60	REVIEW AND RESPOND TO MISCELLANEOUS EMAILS RE: CASE MATTERS (1.6).

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HERRIOTT AV	03/30/06	0.40	RESPOND TO CORRESPONDENCE (0.4).
HERRIOTT AV	03/31/06	0.80	REVIEW AGENDA FOR OMNIBUS HEARING AND EDIT (0.3); RESPOND TO CASE CORRESPONDENCE (0.5).
24.90			
MEISLER RE	03/01/06	1.70	CONFERENCE WITH H. BAER RE: CASE ADMIN MOTION AND AMENDED ORDER (0.1); REVIEW CORRESPONDENCE (0.9); REVIEW AND REVISE SCRIPTS AND PROFFERS FOR MARCH 9TH HEARING (0.3); REVIEWED AMENDED CASE MANAGEMENT ORDER (0.4).
MEISLER RE	03/02/06	0.60	REVIEW DOCKET FOR ACTION ITEMS (0.2); REVIEW CORRESPONDENCE (0.4).
MEISLER RE	03/04/06	1.00	REVIEW CORRESPONDENCE (1.0).
MEISLER RE	03/05/06	1.80	REVIEW AND RESPOND TO CORRESPONDENCE (1.8).
MEISLER RE	03/06/06	3.20	ATTENTION TO HEARING PREP (0.3); REVIEWED AGENDA (0.2); CONFERENCE WITH T. MATZ RE: HEARING PREP (0.3); REVIEWED AND RESPONDED TO CORRESPONDENCE (0.7); UPDATE TASK LIST (1.0); PARTICIPATE ON WEEKLY CALL RE: ACTION ITEMS FOR WEEK AHEAD (0.5); FOLLOW UP ON INQUIRIES (0.2).
MEISLER RE	03/07/06	4.50	CONTINUE TO REVIEW AMENDED CASE MANAGEMENT ORDER (0.6); CONTINUE TO REVIEW SCRIPTS AND PROFFERS IN ADVANCE OF 3/9 HEARING (3.9).
MEISLER RE	03/08/06	0.90	REVIEW AND RESPOND TO CORRESPONDENCE (0.4); TELECONFERENCE WITH H. BAER RE: STATUS OF MATTERS UP AT 3/9 HEARING (0.5).
MEISLER RE	03/10/06	0.10	DRAFT INTERNAL CORRESPONDENCE TO ALL ASSOCIATES WITH ACTION ITEMS (0.1).
MEISLER RE	03/12/06	2.80	REVIEW AND UPDATE TASK LIST FOR ADDITIONAL ACTION ITEMS (1.0); REVIEW CORRESPONDENCE (1.8).
MEISLER RE	03/13/06	2.10	REVIEW AND RESPOND TO CORRESPONDENCE (0.3); UPDATED TASK LIST (0.5); PREPARE FOR WEEKLY TELECONFERENCE RE: UPCOMING ACTION ITEMS (0.5); LED TELECONFERENCE RE: SAME (0.5); RESPOND TO FOLLOW UP INQUIRIES (0.3).
MEISLER RE	03/14/06	1.60	REVIEW AND RESPOND TO CORRESPONDENCE (1.6).
MEISLER RE	03/16/06	0.50	REVIEW E. FOX'S INFORMATION REQUEST (0.2); REVIEW AND RESPOND TO CORRESPONDENCE (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/18/06	0.60	REVIEW AND RESPOND TO CORRESPONDENCE (0.6) .
MEISLER RE	03/20/06	1.20	UPDATE TASK LIST RE: NEW ACTION ITEMS (0.5); LED WEEKLY TELECONFERENCE RE: ACTION ITEMS (0.4); FOLLOW UP INQUIRIES (0.3) .
MEISLER RE	03/21/06	1.00	REVIEW AND RESPOND TO CORRESPONDENCE (1.0) .
MEISLER RE	03/22/06	0.50	REVIEW AND RESPOND TO CORRESPONDENCE (0.5) .
MEISLER RE	03/23/06	1.60	PLAN FOR FUTURE ACTION ITEMS (0.6); REVIEW AND RESPOND TO CORRESPONDENCE (1.0) .
MEISLER RE	03/24/06	0.80	REVIEW AND RESPOND TO CORRESPONDENCE (0.8) .
MEISLER RE	03/25/06	0.50	UPDATE TASK LIST (0.5) .
MEISLER RE	03/26/06	2.70	ATTENTION TO ORGANIZATIONAL MATTERS (1.0); REVIEW AND RESPOND TO CORRESPONDENCE (0.7); PARTICIPATE ON CONFERENCE CALL RE: PLANNING (1.0) .
MEISLER RE	03/27/06	3.90	REVIEW AND RESPOND TO CORRESPONDENCE (1.5); UPDATE TASK LIST FOR ACTION ITEMS (1.2); PARTICIPATE ON WEEKLY CONFERENCE CALL RE: SAME (0.9); FOLLOW UP RE: SAME (0.3) .
MEISLER RE	03/28/06	1.40	BEGAN PREPARATION FOR APRIL HEARING (1.4) .
MEISLER RE	03/29/06	0.80	REVIEW AND COMMENT ON AGENDA FOR APRIL HEARING (0.5); REVIEW DOCKET (0.3) .
MEISLER RE	03/31/06	1.20	REVIEW AND COMMENT ON REVISED AGENDA RE: APRIL HEARING (0.3); REVIEW AND RESPOND TO CORRESPONDENCE (0.9) .

37.00

MICHELI MJ	03/06/06	0.80	WEEKLY STRATEGY SESSION (0.5); FOLLOW UP ON OPEN ISSUES RE: SAME (0.3) .
MICHELI MJ	03/16/06	1.20	REVIEW EMAIL CORRESPONDENCE (1.2) .
MICHELI MJ	03/17/06	0.30	REVIEW MAIL CORRESPONDENCE (0.3) .
MICHELI MJ	03/18/06	0.80	REVIEW CORRESPONDENCE RE: CASE ADMINISTRATION (0.8) .
MICHELI MJ	03/23/06	0.10	REVIEW DELPHI DOCKET (0.1) .
MICHELI MJ	03/27/06	1.40	WORKING GROUP STATUS MEETING (0.9); FOLLOW UP ON ACTION ITEMS RE: SAME (0.2); REVIEW TASK LIST OF ACTION ITEMS (0.3) .

4.60

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REESE RG	03/06/06	0.80	PREPARE FOR AND PARTICIPATE IN TEAM STRATEGY MEETING (0.8).
REESE RG	03/20/06	0.40	PARTICIPATE IN TEAM STRATEGY CALL (0.4).
REESE RG	03/27/06	0.90	PARTICIPATE IN TEAM STRATEGY CALL (0.9).
		2.10	
STUART NL	03/06/06	1.10	WEEKLY STRATEGY MEETING (0.6); FOLLOW-UP DISCUSSION RE: SAME (0.5).
STUART NL	03/13/06	1.00	PREPARE AND DISTRIBUTE CASE ADMINISTRATION MATERIALS (0.6); WEEKLY INTERNAL STRATEGY CALL (0.4).
STUART NL	03/15/06	0.80	TELECONFERENCE RE: STATUS OF 3/17 FILINGS AND 3/16 UCC MEETING (0.8).
STUART NL	03/20/06	0.40	WEEKLY INTERNAL STRATEGY CALL (0.4).
STUART NL	03/27/06	0.90	WEEKLY INTERNAL STRATEGY CALL (0.9).
		4.20	
TOUSSI S	03/01/06	1.80	DRAFT AND REVISE PROFFERS FOR VARIOUS MOTIONS SCHEDULED FOR 3/9 HEARING (1.2); REVIEW AND ADDRESS ISSUES RE: AGENDA (0.6).
TOUSSI S	03/03/06	1.70	MEETING RE: CASE MANAGEMENT (1.2); FOLLOW-UP ISSUES RE: LITIGATION, VALUATION AND RELATED ITEMS (0.5).
TOUSSI S	03/06/06	0.60	TEAM MEETING TO DISCUSS STATUS OF BANKRUPTCY CASE (0.6).
TOUSSI S	03/27/06	1.40	TEAM MEETING TO DISCUSS STATUS OF BANKRUPTCY CASES (0.8); WORK ON FOLLOW UP ISSUES FROM MEETING (0.6).
TOUSSI S	03/28/06	1.30	REVIEW TRANSCRIPTS FROM 3/21 AND 3/22 HEARING (0.8); REVIEW ORDERS AND MOTIONS (0.5).
		6.80	
ZALTZMAN H	03/01/06	0.10	REVIEW DELPHI DOCKET (0.1).
ZALTZMAN H	03/14/06	0.50	REVIEW MARCH 9 OMNIBUS HEARING TRANSCRIPT FOR UPDATE OF JUDGE DRAIN CASES CITED BINDER (0.5).
ZALTZMAN H	03/23/06	0.70	RESPOND TO DELPHI HOTLINE (0.7).
ZALTZMAN H	03/27/06	0.90	ATTEND WEEKLY TEAM MEETING (0.9).
		2.20	
ZIEGLER VE	03/06/06	0.80	PREPARE FOR AND ATTEND CONFERENCE CALL RE: STATUS OF CASE (0.8).

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ZIEGLER VE	03/10/06	2.40	PREPARE NOTICE OF SUPPLEMENTAL CASE MANAGEMENT ORDER WITH DESCRIPTION OF CHANGES (2.4).
ZIEGLER VE	03/13/06	0.60	PREPARE FOR AND ATTEND CONFERENCE CALL RE: STATUS OF CASE (0.6).
ZIEGLER VE	03/20/06	4.30	PREPARE NOTICE OF SUPPLEMENTAL CASE MANAGEMENT ORDER (3.1); REVIEW ORDER ENTERED BY CHAMBERS (0.6); PREPARE AND PARTICIPATE IN WEEKLY CALL RE: STATUS OF CHAPTER 11 CASES AND OUTSTANDING ISSUES (0.6).
ZIEGLER VE	03/27/06	1.00	PREPARE FOR AND ATTEND CONFERENCE CALL RE: STATUS AND STRATEGY (1.0).
		9.10	
Total Associate		120.80	
DEMMA J	03/02/06	6.40	UPDATE MASTER AND 2002 SERVICE LIST (2.1); UPDATE CORRESPONDENCE FILES (2.6); UPDATE PRESENTATION FILES (1.1); PREPARE DOCUMENTS FOR ATTORNEY REVIEW (0.6).
DEMMA J	03/03/06	6.40	PREPARE MATERIALS FOR MARCH 9, 2006 OMNIBUS HEARING (5.3); PREPARE MATERIALS FOR ATTORNEY REVIEW (1.1).
DEMMA J	03/06/06	3.60	PREPARE/DISTRIBUTE CASE ADMINISTRATION MATERIALS (3.6).
DEMMA J	03/07/06	8.80	PREPARE CASE LAW MATERIALS RE: PLEADINGS FILED BY AND AGAINST GENERAL MOTORS (7.4); UPDATE PLEADINGS DOCKET (0.5); ORGANIZE CORRESPONDENCE IN CONCORDANCE ELECTRONIC REFERENCE DATABASE (0.9).
DEMMA J	03/08/06	4.60	TELECONFERENCE WITH VARIOUS PARTIES (1.1); RESEARCH MATERIALS FOR ATTORNEY REVIEW (1.1); UPDATE CORRESPONDENCE FILES (1.1); UPDATE PRESENTATION FILES (1.3).
DEMMA J	03/09/06	5.70	UPDATE CASE ADMINISTRATION MATERIALS (2.1); UPDATE CORRESPONDENCE FILES (2.6); PREPARE MATERIALS FOR DISTRIBUTION (0.6); UPDATE PRESENTATION FILES (0.4).
DEMMA J	03/10/06	0.60	UPDATE CORRESPONDENCE FILE (0.6).
DEMMA J	03/13/06	2.90	PREPARE/UPDATE CASE ADMINISTRATION MATERIALS FOR DISTRIBUTION (2.3); UPDATE CORRESPONDENCE FILES (0.6).
DEMMA J	03/14/06	4.70	PREPARE MATERIALS FROM DANA BANKRUPTCY FOR ATTORNEY REVIEW (3.6); UPDATE CORRESPONDENCE FILES (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	03/15/06	3.40	UPDATE CORRESPONDENCE FILE (1.1); PREPARE MATERIALS FOR ATTORNEY REVIEW (1.6); TELECONFERENCE WITH VARIOUS CREDITORS (0.7).
DEMMA J	03/20/06	3.70	PREPARE/DISTRIBUTE CASE ADMINISTRATION MATERIALS (3.7).
DEMMA J	03/22/06	0.80	ORGANIZE CORRESPONDENCE IN CONCORDANCE ELECTRONIC REFERENCE DATABASE (0.8).
DEMMA J	03/23/06	5.20	RESEARCH/UPDATE SPECIAL SERVICE CONTACT LIST (4.6); UPDATE CORRESPONDENCE FILES (0.6).
DEMMA J	03/27/06	6.40	UPDATE CASE ADMINISTRATION MATERIALS (4.2); PREPARE MATERIALS FOR ATTORNEY REVIEW (0.6); UPDATE CORRESPONDENCE FILE (1.6).
DEMMA J	03/28/06	5.90	PREPARE MATERIALS FOR ATTORNEY REVIEW (0.6); UPDATE CASE ADMINISTRATION MATERIALS (2.1); ASSIST WITH VERIFYING THAT ALL MOTIONS HAVE BEEN FILED ACCORDING TO CASE MANAGEMENT ORDER (2.1); UPDATE CORRESPONDENCE FILES (1.1).
DEMMA J	03/29/06	6.40	UPDATE CORRESPONDENCE FILES (1.6); PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (3.6); UPDATE PLEADINGS DOCKET (0.6); UPDATE CASE ADMINISTRATION MATERIALS (0.6).
DEMMA J	03/30/06	5.00	UPDATE CORRESPONDENCE FILE (1.1); UPDATE DUE DILIGENCE FILES (1.1); UPDATE PRESENTATION FILES (1.1); PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (1.1); UPDATE PLEADINGS DOCKET (0.6).
DEMMA J	03/31/06	6.40	PREPARE MATERIALS FOR ATTORNEY REVIEW (0.7); PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (4.6); UPDATE CORRESPONDENCE FILE (1.1).

86.90

JACOBSON SJ	03/06/06	7.20	MAINTAIN FILES FOR GENERAL CASE FILES; PRINTING AND DISTRIBUTION OF DOCUMENTS; ASSEMBLY OF BINDERS (7.2).
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JACOBSON SJ	03/26/06	1.50	INDEX/CHRON PLEADINGS (1.5).
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8.70

NOWICKI JA	03/28/06	1.40	ATTENTION TO 03/29/2006 DOCUMENT DISTRIBUTION (U.S. POSTAL SERVICE) (1.4).
		1.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	03/01/06	5.60	COORDINATE SERVICE OF DOCUMENTS WITH KCC (0.1); EDIT CASE MANAGEMENT ORDER WITH CHANGES NEGOTIATED WITH UCC (1.1); PREPARE FOR FILING (0.3); UPDATE HEARING AGENDA (0.9); BEGIN TO ASSEMBLE ALL DOCS HEARING BINDERS (1.2); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (2.0).
SALAZAR AG	03/02/06	1.50	UPDATE DRAFT HEARING AGENDA AND CIRCULATE (1.1); RESPOND TO REQUESTS FOR FIRST DAYS (0.4).
SALAZAR AG	03/03/06	7.60	UPDATE HEARING AGENDA (2.3); EDIT CASE MANAGEMENT ORDER (0.4); REVIEW OUTSTANDING ORDERS AND SUBMIT PROPOSED FORMS FOR ENTRY ON THE DOCKET (1.0); PREPARE ALL DOCUMENTS HEARING BINDERS AND DELIVER TO PARTNER (3.9).
SALAZAR AG	03/06/06	5.50	EDIT AND DISTRIBUTE DRAFT AGENDA (0.6); ASSEMBLE HEARING BINDERS (2.2); ASSEMBLE ALL DOCUMENTS FOR HEARING (0.8); STRATEGIC MEETING RE: HEARING AND FINALIZING ORDERS (0.9); SEND REQUESTED ITEMS TO CHAMBERS (0.2); PARTICIPATE IN CONFERENCE CALL (0.8).
SALAZAR AG	03/07/06	6.70	COLLECT FINAL VERSIONS OF DOCUMENTS (0.5); COURIER REQUESTED CERTIFICATES OF SERVICE TO CHAMBERS (0.7); SEND FINAL FORM OF DOCUMENTS TO US TRUSTEE (0.4); ASSEMBLE AND UPDATE HEARING BINDERS (2.3); COLLECT PROFFERS AND ASSEMBLE IN BINDERS (1.6); UPDATE ALL DOCUMENTS BOX (0.2); EDIT AND REVISE AGENDA (1.0).
SALAZAR AG	03/08/06	9.30	COLLECT FINAL PROFFERS (0.3); PREPARE ORDERS FOR SUBMISSION TO CHAMBERS (0.3); FINALIZE HEARING BINDERS (2.8); FINALIZE PROFFER AND ORDER BINDERS (2.7); FINALIZE ALL PREPARATION FOR HEARING (3.2).
SALAZAR AG	03/09/06	6.70	COORDINATE FINAL STEPS FOR HEARING (2.0); ATTEND HEARING (2.0); PREPARE AND FINALIZE ORDERS FOR SUBMISSION TO COURT (1.5); SEND ORDERS TO COURT (0.5); REVIEW DOCKET FOR OUTSTANDING ORDERS AND DISCUSS WITH TEAM (0.7); PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF OCP (0.6).
SALAZAR AG	03/10/06	3.70	REVIEW AFFIDAVITS OF SERVICE AND DISCUSS WITH KCC (0.9); RESPOND TO REQUESTS FOR ORDERS, FOR SUBMISSION TO CHAMBERS (0.6); REVIEW CORRESPONDENCE AND DIRECT TO RESPONSIBLE PARTY (1.7); ORGANIZE MATERIALS FROM HEARING (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	03/13/06	3.00	PARTICIPATE IN TEAM CONFERENCE CALL (0.5); DRAFT AGENDA (1.7); REVIEW ORDER AN SUBMIT PROPOSED VERSION TO COURT (0.2); ORDER HEARING TRANSCRIPT (0.4); REVIEW CORRESPONDENCE (0.2).
SALAZAR AG	03/14/06	2.30	REVISE AGENDA AND UPDATE PURSUANT TO DOCKET FILINGS (0.9); REVIEW OUTSTANDING ORDERS AND CHECK DOCKETS FOR ENTRY (0.4); RESPOND TO REQUESTS FOR SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2); REVIEW CORRESPONDENCE (0.8).
SALAZAR AG	03/15/06	1.10	DRAFT HEARING AGENDA (0.5); PULL EXCERPTS FROM HEARING TRANSCRIPT AS REQUESTED (0.2); SEND PROPOSED ORDER TO CHAMBERS (0.2); RESPOND TO REQUEST FOR DOCUMENTS (0.2).
SALAZAR AG	03/16/06	2.50	EXECUTE PRODUCTION OF DOCUMENTS AND SUBMIT TO ATTYS FOR DISTRIBUTION (2.5).
SALAZAR AG	03/17/06	4.50	REVIEW SERVICE OF PAST PLEADINGS (0.3); PREPARE DOCUMENTS AND COORDINATE FILING AND SERVICE EFFORTS (1.0); AWAIT AND PREPARE FOR FILING OF ADDITIONAL PLEADINGS (3.2).
SALAZAR AG	03/18/06	9.70	ASSIST AND COORDINATE ASSEMBLY OF TRIAL EXHIBITS FOR HEARING (9.7).
SALAZAR AG	03/19/06	5.70	ASSIST WITH AND COORDINATE ASSEMBLY OF TRIAL EXHIBITS FOR HEARING (5.7).
SALAZAR AG	03/20/06	1.00	PARTICIPATE IN TEAM CONFERENCE CALL (0.6); DISTRIBUTE PLEADINGS FILED AS REQUESTED (0.2); SPEAK TO CLERK RE: FILING PAYMENT (0.2).
SALAZAR AG	03/21/06	1.40	PREPARE FOR ELECTRONIC FILING (1.4).
SALAZAR AG	03/22/06	3.20	PREPARE AND ELECTRONICALLY FILE MOTION (3.2).
SALAZAR AG	03/23/06	2.10	PULL AFFIDAVITS OF SERVICE WITH CREDITOR INFORMATION (0.5); REQUEST TRANSCRIPTS (0.4); COURIER COURT MATERIALS AS REQUESTED (0.2); SUBMIT ACCUTRAC REQUESTS FOR HEARING MATERIALS (1.0).
SALAZAR AG	03/24/06	0.50	DISTRIBUTE TRANSCRIPT TO CLIENT (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	03/27/06	6.20	SEARCH DOCKET FOR NEW PLEADINGS (0.2); REVIEW DRAFT AFFIDAVIT OF SERVICE FOR FILING AND EDIT (1.1); PARTICIPATE IN STRATEGY MEETING FOR UPCOMING FILING (1.0); DRAFT OMNIBUS HEARING AGENDA (1.3); COORDINATE SERVICE WITH KCC (0.5); ORGANIZE MATERIALS FROM PREVIOUS HEARINGS IN CASE ROOM (0.9); PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF SERVICE (0.3); PARTICIPATE IN CONFERENCE CALL (0.9).
SALAZAR AG	03/28/06	3.80	REVIEW NOTICE PARTIES ON MSL AS REQUESTED (0.3); SEARCH DOCKETS FOR PRECEDENT PLEADINGS (1.0); COLLECT AND DISTRIBUTE NEWLY ENTERED ORDERS (0.6); ORGANIZE POTENTIAL SERVICE OF SCHEDULING ORDERS (1.0); EDIT AGENDA (0.5); REVIEW DOCKET FOR POST-DOCKETED ORDER RESPONSES (0.4).
SALAZAR AG	03/29/06	11.10	DRAFT AFFIDAVIT OF SERVICE (0.9); COORDINATE SERVICE OF PLEADINGS WITH KCC (1.8); RUN EDITS TO DRAFT PLEADINGS (2.1); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASES (1.5); UPDATE CASE ADMINISTRATION BINDER (0.6); ASSEMBLE DRAFT BINDERS FOR SIXTH OMNIBUS HEARING (4.2).
SALAZAR AG	03/30/06	2.90	REVIEW HEARING TRANSCRIPT (0.9); ORGANIZE EXHIBITS FOR PRODUCTION (2.0).
SALAZAR AG	03/31/06	4.00	PREPARE AND ELECTRONICALLY FILE DEBTORS OBJECTION (0.5); COORDINATE PRODUCTION OF PLEADINGS FOR INTERNAL PURPOSES (1.5); PREPARE DOCUMENTS FOR FILING (2.0).
		111.60	
ZSOLDOS AF	03/01/06	0.60	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).
ZSOLDOS AF	03/02/06	1.30	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	03/03/06	1.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); CONTACT WITH KCC AND ATTORNEYS RE: RECENT SERVICE OF CASE MANAGEMENT ORDER (0.5).
ZSOLDOS AF	03/06/06	2.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART (1.3); DOCKET PULLS (0.2); PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.8).
ZSOLDOS AF	03/07/06	2.20	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); DOCKET PULLS (0.4); UPDATE CASE ADMINISTRATION BINDERS (1.2).
ZSOLDOS AF	03/08/06	4.20	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); VARIOUS DOCKET PULLS (0.9); HEARING PREPARATION (2.7).
ZSOLDOS AF	03/09/06	7.30	PREPARATION, ATTENDANCE AND ASSISTANCE, AND ORGANIZATION OF HEARING (5.5); PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); DOCKET PULLS (1.2).
ZSOLDOS AF	03/10/06	2.40	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); DOCKET PULLS (1.6); PREPARE LETTER TO REQUEST TRANSCRIPT (0.2).
ZSOLDOS AF	03/13/06	3.30	PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.6); PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); UPDATE MOTION SUMMARY CHART (2.1).
ZSOLDOS AF	03/14/06	0.80	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	03/15/06	1.90	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); PREPARE DANA DOCKET UPDATE (0.2); DOCKET PULLS (1.1).
ZSOLDOS AF	03/16/06	0.80	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE DANA DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2).
ZSOLDOS AF	03/23/06	2.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.4); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.4); UPDATE POSTPETITION MASTER DOCUMENT INDEX (0.7).
ZSOLDOS AF	03/24/06	0.80	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).
ZSOLDOS AF	03/27/06	5.00	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (1.3); UPDATE MOTION SUMMARY CHART (1.6); UPDATE POSTPETITION DOCUMENT MASTER INDEX (0.4); PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.9).
ZSOLDOS AF	03/28/06	2.90	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE DANA DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); UPDATE CASE ADMINISTRATION BINDERS (1.6); DOCKET PULLS (0.2); PREPARE DANA ADVESARY PROCEEDINGS DOCKET UPDATE (0.3).
ZSOLDOS AF	03/29/06	1.20	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE DANA DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); DOCKET PULLS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF 03/30/06 1.00 PREPARE DELPHI DOCKET UPDATE (0.2);
PREPARE DANA DOCKET UPDATE (0.2);
PREPARE TOWER AUTO DOCKET UPDATE
(0.2); PREPARE COLLINS & AIKMAN
DOCKET UPDATE (0.2); DOCKET PULLS
(0.2).

41.80

Total Legal Assistant 250.40

NEGRON AM	03/01/06	4.50	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.9); DOWNLOAD PLEADINGS (1.4); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (1.1).
NEGRON AM	03/02/06	6.50	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (2.4); DOWNLOAD PLEADINGS (1.6); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (1.4).
NEGRON AM	03/03/06	1.50	UPDATE PLEADINGS INDEX (0.9); UPDATE 2002 SERVICE LIST (0.6).
NEGRON AM	03/06/06	3.90	UPDATE PLEADINGS INDEX (1.1); DOWNLOAD PLEADINGS (0.9); UPDATE 2002 SERVICE LIST (0.8); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (1.1).
NEGRON AM	03/07/06	5.40	UPDATE PLEADINGS INDEX (1.2); UPDATE 2002 SERVICE LIST (1.4); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS FOR OUR ONSITE INDEX (1.1); REVIEW HEARING CASE CALENDAR CITATION CHART (1.7).
NEGRON AM	03/08/06	4.20	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.9); UPDATE CASE ADMIN BINDERS (0.9); UPDATE ORDERS BINDERS (1.3).
NEGRON AM	03/09/06	4.30	UPDATE PLEADINGS INDEX (0.9); UPDATE 2002 SERVICE LIST (0.9); REVIEW, CREATE AND FILE NOTICES OF DEPOSITION, 8KS, 10QS, FORMS 3 AND 4 AND SC 13G (SCHEDULES) AND MISCELLANEOUS DOCUMENTS (1.8); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.7).
NEGRON AM	03/10/06	4.40	UPDATE PLEADINGS INDEX (1.2); UPDATE 2002 SERVICE LIST (0.9); DOWNLOAD PLEADINGS (1.1); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (1.2).
NEGRON AM	03/13/06	3.20	UPDATE PLEADINGS INDEX (1.2); DOWNLOAD PLEADINGS (1.1); UPDATE 2002 SERVICE LIST (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

NEGRON AM	03/14/06	4.70	UPDATE PLEADINGS INDEX (1.2); UPDATE 2002 SERVICE LIST (0.9); UPDATE CASE ADMIN BINDERS (1.3); AND REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS FOR OUR ONSITE PLEADINGS FILES (1.3).
NEGRON AM	03/15/06	2.00	UPDATE PLEADINGS INDEX (1.1); UPDATE 2002 SERVICE LIST (0.9).
NEGRON AM	03/16/06	4.50	UPDATE PLEADINGS INDEX (1.4); DOWNLOAD PLEADINGS (0.8); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (1.4); REVIEW AND DISTRIBUTE LIFT STAY, BEAR STEARNS AND NOTICE OF HEARING AND MOTION OF OFFSHORE BINDERS (0.9).
NEGRON AM	03/17/06	3.50	UPDATE PLEADINGS INDEX (1.2); UPDATE 2002 SERVICE LIST (0.9) AND REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (1.4).
NEGRON AM	03/20/06	4.20	UPDATE PLEADINGS INDEX (1.6); UPDATE 2002 SERVICE LIST (0.8); REVIEW AND INDEX PLEADINGS AND PREPARE SUCH DOCUMENTS (0.9) AND DOWNLOAD PLEADINGS (0.9).
NEGRON AM	03/21/06	2.60	UPDATE PLEADINGS INDEX (1.5); DOWNLOAD PLEADINGS (1.1).
		59.40	
Total Legal Assistant Support		59.40	

TOTAL TIME

505.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Case Administration**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	96.50
In-house Reproduction	03/03/06	Copy Center, D	175.30
In-house Reproduction	03/07/06	Copy Center, D	786.89
In-house Reproduction	03/07/06	Copy Center, D	966.58
In-house Reproduction	03/10/06	Copy Center, D	650.19
In-house Reproduction	03/10/06	Copy Center, D	515.19
In-house Reproduction	03/13/06	Copy Center, D	8.00
In-house Reproduction	03/14/06	Copy Center, D	383.79
In-house Reproduction	03/14/06	Copy Center, D	221.90
In-house Reproduction	03/17/06	Copy Center, D	182.90
In-house Reproduction	03/17/06	Copy Center, D	668.69
In-house Reproduction	03/21/06	Copy Center, D	12,765.50
In-house Reproduction	03/21/06	Copy Center, D	120.80
In-house Reproduction	03/22/06	Copy Center, D	0.30
In-house Reproduction	03/24/06	Copy Center, D	54.50
In-house Reproduction	03/24/06	Copy Center, D	419.49
In-house Reproduction	03/28/06	Copy Center, D	106.60
In-house Reproduction	03/31/06	Copy Center, D	135.70
In-house Reproduction	03/31/06	Copy Center, D	1,241.18
TOTAL IN-HOUSE REPRODUCTION			\$19,500.00
Telephone Expense	03/31/06	Telecommunications, D	23.23
Telephone Expense	03/31/06	Telecommunications, D	26.24
Telephone Expense	03/31/06	Telecommunications, D	0.69
Telephone Expense	03/31/06	Telecommunications, D	0.08
Telephone Expense	03/31/06	Telecommunications, D	4.52
Telephone Expense	03/31/06	Telecommunications, D	5.10
Telephone Expense	03/31/06	Telecommunications, D	0.13
Telephone Expense	03/31/06	Telecommunications, D	0.01
TOTAL TELEPHONE EXPENSE			\$60.00
Postage	03/22/06	Office Admin, D	58.33
Postage	03/28/06	Office Admin, D	28.67

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL POSTAGE	\$87.00
Lexis/Nexis	03/07/06	Demma J	138.00
		TOTAL LEXIS/NEXIS	\$138.00
Westlaw	03/07/06	Demma J	9.50
Westlaw	03/30/06	Reese RG	28.50
		TOTAL WESTLAW	\$38.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	63.96
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	0.29
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	96.37
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	22.38
		TOTAL VENDOR HOSTED TELECONFERENCING	\$183.00
Air/Rail Travel (external)	03/08/06	Butler, Jr. J	412.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$412.00
Out-of-Town Travel	03/08/06	Butler, Jr. J	10.50
Out-of-Town Travel	03/08/06	Butler, Jr. J	23.99
Out-of-Town Travel	03/08/06	Butler, Jr. J	251.51
Out-of-Town Travel	03/08/06	Butler, Jr. J	8.00
		TOTAL OUT-OF-TOWN TRAVEL	\$294.00
Filing/Court Fees	03/24/06	Salazar AG	40.00
		TOTAL FILING/COURT FEES	\$40.00
Messengers/ Courier	03/02/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/02/06	Dist Serv/Mail/Page, D	12.25
Messengers/ Courier	03/02/06	Dist Serv/Mail/Page, D	6.17
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	40.03
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	30.29
Messengers/ Courier	03/03/06	Straightline Courier	31.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	03/04/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/06/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/07/06	Dist Serv/Mail/Page, D	138.10
Messengers/ Courier	03/07/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/07/06	Dist Serv/Mail/Page, D	93.54
Messengers/ Courier	03/07/06	Dist Serv/Mail/Page, D	87.54
Messengers/ Courier	03/08/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/08/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/08/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/11/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	36.96
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/13/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/14/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/14/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/16/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/16/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/17/06	Straightline Courier	31.80
Messengers/ Courier	03/18/06	Dist Serv/Mail/Page, D	31.69
Messengers/ Courier	03/18/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/19/06	United Parcel Service	21.87
Messengers/ Courier	03/19/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/19/06	Arrow Messenger Svc	24.60
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	12.25
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	21.57

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	17.62
Messengers/ Courier	03/23/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	11.84
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	21.57
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	6.22
Messengers/ Courier	03/26/06	United Parcel Service	39.49
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	10.52
Messengers/ Courier	03/31/06	Straightline Courier	31.80
		TOTAL MESSENGERS/ COURIER	\$1,187.00
Out-of-Town Meals	03/08/06	Butler, Jr. J	15.44
Out-of-Town Meals	03/08/06	Butler, Jr. J	15.44
Out-of-Town Meals	03/22/06	Lyons JK	44.82
Out-of-Town Meals	03/22/06	Lyons JK	22.30
		TOTAL OUT-OF-TOWN MEALS	\$98.00
Court Reporting	03/30/06	Rand Transcript Service, Inc.	463.08
Court Reporting	03/31/06	Veritext New York Reporting Company L.L.	1,655.92
		TOTAL COURT REPORTING	\$2,119.00
Outside Research/Internet Services	03/13/06	Veritext New York Reporting Company L.L.	349.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$349.00
Scanning	03/01/06	Scott-Bonnick S	78.82
Scanning	03/01/06	Scott-Bonnick S	36.88
Scanning	03/15/06	Scott-Bonnick S	9.58
Scanning	03/16/06	Scott-Bonnick S	41.72
		TOTAL SCANNING	\$167.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
OCR Processing	03/01/06	Peresiper R	35.90
OCR Processing	03/01/06	Peresiper R	16.77
OCR Processing	03/14/06	Peresiper R	4.36
OCR Processing	03/14/06	Davis M	18.97
		TOTAL OCR PROCESSING	\$76.00
Printing to paper from TIF	03/05/06	Copy Center, D	345.63
Printing to paper from TIF	03/08/06	Copy Center, D	113.29
Printing to paper from TIF	03/08/06	Copy Center, D	60.01
Printing to paper from TIF	03/13/06	Copy Center, D	0.48
Printing to paper from TIF	03/23/06	Copy Center, D	151.05
Printing to paper from TIF	03/23/06	Copy Center, D	18.88
Printing to paper from TIF	03/30/06	Copy Center, D	960.81
Printing to paper from TIF	03/30/06	Copy Center, D	42.00
Printing to paper from TIF	03/31/06	Copy Center, D	2,686.56
Printing to paper from TIF	03/31/06	Copy Center, D	113.29
		TOTAL PRINTING TO PAPER FROM TIF	\$4,492.00
Contracted Catering-NY	03/06/06	Matz TJ	298.85
Contracted Catering-NY	03/10/06	Matz TJ	496.23
Contracted Catering-NY	03/13/06	Matz TJ	298.85
Contracted Catering-NY	03/24/06	Matz TJ	496.22
Contracted Catering-NY	03/27/06	Matz TJ	298.85
		TOTAL CONTRACTED CATERING-NY	\$1,889.00
CLR/Disclosure	03/31/06	Global Securities	22.09
CLR/Disclosure	03/31/06	Global Securities	15.23
CLR/Disclosure	03/31/06	Global Securities	21.68
		TOTAL CLR/DISCLOSURE	\$59.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	3.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$3.00
		TOTAL MATTER	\$31,191.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Case Administration**

**Bill Date: 05/31/06
Bill Number: 1108515**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/06	1.40	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: ADJOURNED AND NON-CONTESTED MATTERS INCLUDING REVIEW OF DRAFT AGENDA AND HEARING BINDER (1.4).
BUTLER, JR. J	04/04/06	0.60	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: ADJOURNED AND NON-CONTESTED MATTERS INCLUDING REVIEW PLEADINGS (0.6).
BUTLER, JR. J	04/05/06	0.90	BEGIN TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DRAFT HEARING AGENDA AND RELATED MATTERS (0.9).
BUTLER, JR. J	04/06/06	0.80	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: ADJOURNED AND NON-CONTESTED MATTERS INCLUDING REVIEW OF REVISED ORDERS AND PLEADINGS (0.8).
BUTLER, JR. J	04/07/06	1.60	PREPARE FOR (0.6) AND PARTICIPATE IN (1.0) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: ADJOURNED AND NON-CONTESTED MATTERS.
BUTLER, JR. J	04/11/06	0.30	EMAILS FROM/TO E. KURTZMAN RE KCC MATTERS (0.3).
		5.60	
LYONS JK	04/03/06	4.30	REVIEW OF VARIOUS DOCUMENTS, PLEADINGS, CORRESPONDENCE AND OTHER COMMUNICATIONS AND ASSIGNED TASKS (4.3).
LYONS JK	04/17/06	3.30	REVIEW OF PLEADINGS, CORRESPONDENCE AND OTHER COMMUNICATIONS AND ASSIGNED TASKS (3.3).
LYONS JK	04/24/06	4.00	REVIEW OF PLEADINGS, CORRESPONDENCE AND OTHER COMMUNICATIONS AND ASSIGNED TASKS (4.0).
		11.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/03/06	1.00	REVIEW CASE MANAGEMENT ISSUES (0.4) AND INCOMING PLEADINGS AND CORRESPONDENCE (0.6) .
MARAFIOTI KA	04/04/06	1.00	MISCELLANEOUS CASE MANAGEMENT WORK (0.4); REVIEW OF INCOMING CORRESPONDENCE AND PLEADINGS (0.6) .
MARAFIOTI KA	04/05/06	1.30	CORRESPONDENCE REVIEW (0.4); TELECONFERENCE FROM S. CORCORAN RE: MILLER MONTHLY LETTER (0.1); REVIEW PLEADINGS (0.4); CASE MANAGEMENT (0.4) .
MARAFIOTI KA	04/06/06	3.20	WORK ON AGENDA FOR 6TH OMNIBUS HEARING (0.4); MEETING WITH CLIENT TO PREPARE FOR OMNIBUS HEARING (2.0); WORK ON CASE MANAGEMENT ISSUES (0.8) .
MARAFIOTI KA	04/07/06	8.70	PREPARE WITH CLIENT FOR OMNIBUS HEARING (1.2); ATTEND OMNIBUS HEARING BEFORE JUDGE DRAIN, INCLUDING CONFERENCES WITH PARTIES INTEREST AND MEETINGS WITH CLIENT (6.9); REVIEW CORRESPONDENCE (0.6) .
MARAFIOTI KA	04/08/06	2.90	FILE AND CORRESPONDENCE REVIEW (2.9) .
MARAFIOTI KA	04/09/06	0.90	REVIEW CORRESPONDENCE (0.9) .
MARAFIOTI KA	04/10/06	0.80	REVIEW INCOMING PLEADINGS AND CORRESPONDENCE (0.2); WORK ON CASE MANAGEMENT ISSUES (0.6) .
MARAFIOTI KA	04/11/06	0.90	CASE MANAGEMENT WORK (0.5), CORRESPONDENCE (0.4) .
MARAFIOTI KA	04/12/06	0.80	CASE MANAGEMENT WORK (0.4); REVIEW INCOMING MAIL AND PLEADINGS (0.4) .
MARAFIOTI KA	04/13/06	2.10	STATUS UPDATE (0.1); WORK ON ADMINISTRATIVE MATTERS (0.5); REVIEW INCOMING PLEADINGS (0.4); MEET WITH KCC (E. KURTZMAN AND JAMES LE) RE: SERVICE MATTERS (1.1) .
MARAFIOTI KA	04/17/06	0.70	CORRESPONDENCE REVIEW (0.7) .
MARAFIOTI KA	04/18/06	2.00	REVIEW CORRESPONDENCE AND PLEADINGS (0.5); REVIEW REVISED BACKGROUND SECTION FOR PLEADINGS (0.8); CASE MANAGEMENT ISSUES (0.4); CORRESPONDENCE RE: KCC (0.3) .
MARAFIOTI KA	04/19/06	0.80	WORK ON MISCELLANEOUS CASE MANAGEMENT ISSUES (0.2); REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.6) .
MARAFIOTI KA	04/20/06	0.70	REVIEW CORRESPONDENCE AND PLEADINGS (0.5); RELATE CONFERENCES AND FILE REVIEW (0.2) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/21/06	1.20	REVIEW CORRESPONDENCE AND WORK ON ISSUES RE: SERVICE OF PLEADINGS FOR OMNIBUS HEARING (1.2).
MARAFIOTI KA	04/24/06	1.50	WORK ON CASE MANAGEMENT ISSUES (0.8); REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.7).
MARAFIOTI KA	04/26/06	0.50	CASE MANAGEMENT WORK (0.2); CORRESPONDENCE REVIEW (0.3).

31.00

SPRINGER DE	04/28/06	1.10	SENIOR STAFF WEEKLY TELECONFERENCE (1.1).
		1.10	

Total Partner 49.30

MATZ TJ	04/03/06	1.80	WORK ON SCRIPTS/PROFFERS AND AGENDA FOR APRIL 7 OMNIBUS HEARING (1.2); REVIEW CORRESPONDENCE (0.6).
MATZ TJ	04/04/06	1.80	CONTINUING WORK ON APRIL 7 HEARING AGENDA, POSSIBLE ADJOURNMENTS AND PROFFERS (1.6); TELECONFERENCE WITH CHAMBERS RE: AGENDA (0.2).
MATZ TJ	04/05/06	1.50	UPDATE AGENDA (0.4); TELECONFERENCES WITH TOGUT RE: APRIL 7 HEARING AGENDA (0.2); TELECONFERENCES WITH CHAMBER RE: APRIL 7 HEARING AGENDA (0.3); REVIEW CASE RELATED GENERAL CORRESPONDENCE (0.6).
MATZ TJ	04/06/06	3.80	UPDATE AND FINALIZE APRIL 7 HEARING AGENDA (0.9); TELECONFERENCE WITH CHAMBERS RE: AGENDA (0.2); TELECONFERENCE WITH CHAMBERS RE: 3 REPLY PLEADINGS (0.2); REVIEW ADDITIONAL PLEADINGS ON DOCKET (0.5); MEETINGS WITH REPRESENTATIVES OF COMPANY RE: STATUS OF OUTSTANDING MATTERS AND APRIL 7 HEARING (0.2); REVIEW, REVISE AND FINALIZE SCRIPTS, PROFFERS AND HEARING BINDERS FOR APRIL 7 HEARING (1.8).
MATZ TJ	04/07/06	9.30	FINAL PREPARATION FOR APRIL 10 OMNIBUS HEARING (1.5); ATTEND APRIL 10 OMNIBUS HEARING (7.8).
MATZ TJ	04/08/06	0.40	REVIEW CASE RELATED GENERAL CORRESPONDENCE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/10/06	2.70	WORK ON CASE MANAGEMENT/FLOW OF FUNDS MATTER (0.5); FOLLOW UP WITH FTI RE: SAME (0.3); PARTICIPATE IN WEEKLY STATUS CALL RE: OUTSTANDING MATTERS (0.8); REVIEW ASSIGNMENTS THEREFROM (0.3); FOLLOW UP RE: STATUS OF ATI, HUMAN ATTRITION, CHEROKEE, AND JOINT INTEREST PROTOCOL ORDER FOR CHAMBERS (0.6); TELECONFERENCE WITH CHAMBERS RE: SAME (0.2).
MATZ TJ	04/11/06	0.90	REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.4); FOLLOW UP RE: STATUS OF OUTSTANDING ORDER RE: APRIL 7 OMNIBUS HEARING (0.3); REVIEW ATI AND CHEROKEE ORDERS FOR SUBMISSIONS TO CHAMBERS (0.2).
MATZ TJ	04/12/06	0.80	REVIEW STATUS OF VARIOUS OUTSTANDING MATTER FOR MAY 12 OMNIBUS HEARING (0.8).
MATZ TJ	04/13/06	2.40	UPDATE STATUS OF ALL PROPOSED MAY 12 MOTIONS (THREE 9019 MOTIONS, 3 RETENTIONS, JCI PUT MOTION, CEI ASSUMPTION, GOVERNMENT CONTRACTS, DELPHI MEDICAL MOTION, BOOZ ALLEN AND AT KEARNEY MOTIONS) (0.9); REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.4); MEETING WITH E. KURTZMAN AND J. LE OF KURTZMAN CARSON CONSULTANTS RE: CASE MANAGEMENT ISSUES (1.1).
MATZ TJ	04/17/06	1.90	PARTICIPATE IN WEEKLY CALL RE: OUTSTANDING MATTERS (0.7); PREPARATION RE: MAY OMNIBUS HEARING (0.4); REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.8).
MATZ TJ	04/18/06	1.60	CORRESPONDENCE WITH B. ROSENBERG ET AL. RE: JUNE OMNIBUS HEARING DATE (0.7); TELECONFERENCE WITH CHAMBERS RE: JUNE OMNIBUS HEARING (0.1); COORDINATING REVISED JUNE OMNIBUS HEARING DATE WITH SKADDEN & LATHAM (0.3); TELECONFERENCE WITH CHAMBERS TO CONFIRM JUNE 20 HEARING DATE (0.2); REVIEW AND REVISE DRAFT AGENDA FOR MAY 12 OMNIBUS HEARING (0.3).
MATZ TJ	04/19/06	0.60	REVIEW STATUS OF ALL MOTIONS FOR FILING FOR MAY OMNIBUS HEARING (0.4); FINALIZE FOR SENDING TO CHAMBERS THE THIRD SUPPLEMENTAL CASE MANAGEMENT ORDER RE: JUNE OMNIBUS HEARING DATE (0.2).
MATZ TJ	04/20/06	0.50	UPDATE STATUS OF ALL MOTIONS FOR FILING MAY 12 (0.5).
MATZ TJ	04/24/06	1.60	REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.8); PARTICIPATE IN WEEKLY STATUS CONFERENCE RE: OUTSTANDING MATTERS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/25/06	1.20	REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.8); REVIEW OUTSTANDING MATTERS AND STATUS OF RESPONSES FOR MAY 12 OMNIBUS HEARING (0.4).
MATZ TJ	04/26/06	0.40	TELECONFERENCE WITH CHAMBERS RE: VARIOUS HEARING DATES, SCHEDULES (0.2); FOLLOW UP RE: SAME (0.2).
MATZ TJ	04/27/06	1.20	PREPARE AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.4); REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.4); REVIEW PRELIMINARY AGENDA FOR MAY 12 OMNIBUS HEARING (0.3); CORRESPONDENCE WITH N. BERGER RE: SAME (0.1).
MATZ TJ	04/28/06	0.60	REVIEW GENERAL CASE RELATED CORRESPONDENCE (0.6).
		35.00	
Total Counsel		35.00	
DE ELIZALDE D	04/07/06	0.70	SUPPORT TO TEAM RE: HEARING (0.7).
DE ELIZALDE D	04/21/06	1.20	WORK ON OUTSTANDING CASE MANAGEMENT ISSUES (1.2).
		1.90	
DIAZ LB	04/03/06	3.10	PARTICIPATE IN WEEKLY STRATEGY MEETING (0.5); REVISE SCRIPT FOR UPCOMING OMNIBUS HEARING (0.5); COORDINATE AND REVIEW CASE ADMINISTRATION BINDER (2.1).
DIAZ LB	04/10/06	3.10	REVISE AND EDIT TASK LIST AND CASE ADMINISTRATION BINDER (3.1).
DIAZ LB	04/11/06	1.40	EDIT AND REVISE TASK LIST (1.4).
DIAZ LB	04/17/06	2.90	EDIT CASE ADMINISTRATION BINDER, TASK LIST AND NEW MOTION AND OBJECTION CHART (2.9).
DIAZ LB	04/19/06	0.60	EDIT NEW MOTION AND OBJECTION CHART AND TASK LIST (0.6).
DIAZ LB	04/21/06	0.80	EDIT TASKLIST AND NEW OBJECTION AND MOTIONS CHART (0.8).
DIAZ LB	04/24/06	3.70	EDIT TASK LIST, NEW MOTION AND OBJECTION CHART, AND CASE ADMINISTRATION BINDER (3.7).
DIAZ LB	04/25/06	0.90	REVISE AND EDIT TASK LIST ENTRIES (0.9).
DIAZ LB	04/26/06	0.30	REVIEW DELPHI HOTLINE CALLS TO DETERMINE PROPER REFERRALS (0.3).
DIAZ LB	04/27/06	0.90	REVISE AND EDIT TASK LIST (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	04/28/06	0.90	EDIT TASK LIST FOR UPCOMING WEEKLY STRATEGY MEETING (0.9).
		18.60	
FERN BM	04/03/06	1.10	REVIEW DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 4/7 HEARING (0.9).
FERN BM	04/06/06	0.50	REVIEW DOCKET FOR NEW PLEADINGS (0.2); ATTENTION TO EXHIBITS IN PREPARATION FOR CHEROKEE HEARING (0.3).
FERN BM	04/10/06	1.10	REVIEW DOCKET FOR NEW PLEADINGS (0.2); FORMULATE STRATEGY RE: 5/12 HEARING (0.9).
		2.70	
HERRIOTT AV	04/03/06	1.10	WORKING GROUP STRATEGY MEETING (0.5); REVIEW AND REVISE CASE ADMINISTRATION MATERIALS FOR DISTRIBUTION (0.6).
HERRIOTT AV	04/04/06	0.50	REVIEW AND REVISE PRESENTATION TO LENDERS RE: TRANSFORMATION PLAN (0.3); RESPOND TO HOTLINE MESSAGES (0.2).
HERRIOTT AV	04/06/06	1.10	REVIEW HEARING BINDER AND RELATED MATERIALS TO PREPARE FOR MISCELLANEOUS OMNIBUS HEARING MATTERS (1.1).
HERRIOTT AV	04/07/06	2.50	ATTEND, AND ASSIST WHERE NECESSARY, OMNIBUS HEARING RE: MISCELLANEOUS CONTESTED AND UNCONTESTED MATTERS (EXCEPT HOURLY ATTRITION PLAN) (2.5).
HERRIOTT AV	04/10/06	2.40	ATTEND WORKING GROUP MEETING (1.1) AND PERFORM FOLLOW UP (0.2); REVIEW AND REVISE TASK LIST (0.1) AND OTHER RELATED MATERIALS (0.1); REVIEW AND RESPOND TO CORRESPONDENCE (0.5); FOLLOW UP WITH CT CORP RE: RELATIONSHIP TO DELPHI ENTITIES (0.4).
HERRIOTT AV	04/11/06	1.00	REVIEW AND REVISE TASK LIST (0.7); REVIEW APRIL TRANSCRIPT (0.3)..
HERRIOTT AV	04/12/06	0.40	REVIEW AND RESPOND TO VARIOUS PIECES OF CORRESPONDENCE (0.4).
HERRIOTT AV	04/13/06	0.70	REVIEW AND RESPOND TO CORRESPONDENCE AND INFORMATION RE: DELPHI'S CASES (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/17/06	1.70	ATTEND WORKING GROUP MEETING (0.6) AND CONDUCT FOLLOWUP RE: SAME (0.2); REVIEW AND REVISE CASE ADMINISTRATION MATERIALS INCLUDING CALENDAR (0.1) AND OTHER RELATED UPDATES (0.3); RESPOND TO QUESTION RE: PLEADING STYLING FOR DELPHI CASES (0.2); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.1); RESPOND TO HOTLINE CALLS (0.2).
HERRIOTT AV	04/18/06	0.50	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.5).
HERRIOTT AV	04/19/06	0.90	REVIEW AND REVISE CASE CALENDAR (0.5); PLEADINGS CHART (0.3); RESPOND TO CASE CORRESPONDENCE (0.1).
HERRIOTT AV	04/20/06	0.50	CREATE TEMPLATE FOR BACKGROUND SECTION OF PLEADINGS (0.2); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.3).
HERRIOTT AV	04/21/06	0.60	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.6).
HERRIOTT AV	04/24/06	3.20	REVIEW AND REVISE ORGANIZATION CHART (1.2); REVIEW NEW FILED PLEADINGS (0.8); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.4); ATTEND WORKING GROUP MEETING (0.5); CONDUCT FOLLOW UP RE: SAME (0.3).
HERRIOTT AV	04/25/06	1.40	RESPOND TO CORRESPONDENCE RE: DELPHI (1.2); ASSEMBLE DOCUMENTS FOR VARIOUS TEAM MEMBERS (0.2).
HERRIOTT AV	04/26/06	0.80	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.8).
HERRIOTT AV	04/27/06	0.90	REVIEW ISSUES RE: SERVICE OF PLEADING (0.6); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.3).
HERRIOTT AV	04/28/06	0.40	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.4).

20.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/03/06	2.50	BEGIN PREPARATIONS FOR APRIL 7 OMNIBUS HEARING (0.5); CONFERENCE WITH T. MATZ RE: PLANNING FOR SAME (0.8); BEGIN REVIEW OF SCRIPTS AND PROFFERS (1.2).
MEISLER RE	04/06/06	4.60	CONTINUE TO PREPARE FOR APRIL 7 HEARING (3.9); REVIEW AGENDA FOR APRIL 7 HEARING (0.7).
MEISLER RE	04/07/06	9.50	CONTINUE TO PREPARE FOR APRIL 7 HEARING (2.0); ATTENDED HEARING (7.5).
MEISLER RE	04/10/06	4.00	REVIEW AND RESPOND TO CORRESPONDENCE (1.2); CONFERENCE WITH J. LYONS RE: STATUS UPDATE (0.3); REVIEW AND REVISE TASK LIST RE: ACTION ITEMS (1.3); PARTICIPATE ON CONFERENCE CALL RE: ACTION ITEMS (0.9); FOLLOW UP RE: SAME (0.3).
MEISLER RE	04/11/06	1.60	REVIEW AND RESPOND TO CORRESPONDENCE (0.9); DRAFT NOTES TO FILE RE: SERVICE (0.5); TELECONFERENCE WITH E. KURTZMAN RE: SAME (0.2).
MEISLER RE	04/13/06	1.00	REVIEW AND RESPOND TO CORRESPONDENCE (1.0).
MEISLER RE	04/14/06	0.70	REVIEW AND RESPOND TO CORRESPONDENCE (0.5); TELECONFERENCE WITH K. CRAFT RE: MOTIONS TO BE FILED (0.2).
MEISLER RE	04/17/06	1.80	REVIEW AND RESPOND TO CORRESPONDENCE (0.5); UPDATE TASK LIST RE: ACTION ITEMS (0.5); PARTICIPATE ON CALL RE: SAME (0.6); FOLLOW UP RE: SAME (0.2).
MEISLER RE	04/18/06	2.90	REVIEW AND RESPOND TO CORRESPONDENCE (1.5); REVIEW AND REVISE BACKGROUND SECTION FOR PLEADINGS (0.5); UPDATE TASK LIST RE: ACTION ITEMS (0.5); REVIEW DOCKET (0.4).
MEISLER RE	04/19/06	1.80	REVIEW AND RESPOND TO CORRESPONDENCE (1.6); CONTINUE TO UPDATE TASK LIST RE: ACTION ITEMS (0.2).
MEISLER RE	04/20/06	2.30	REVIEW AND RESPOND TO CORRESPONDENCE (1.6); FOLLOW UP ON MATTERS ON TASK LIST (0.7).
MEISLER RE	04/21/06	2.10	UPDATED TASK LIST RE: ACTION ITEMS (0.4); REVIEW AND RESPOND TO CORRESPONDENCE (1.5); REVIEW DOCKET (0.2).
MEISLER RE	04/22/06	0.70	REVIEW CORRESPONDENCE (0.7).
MEISLER RE	04/24/06	2.70	REVIEW AND RESPOND TO CORRESPONDENCE (1.1); UPDATE TASK LIST (1.1); PARTICIPATE ON ASSOCIATES CONFERENCE CALL (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/25/06	2.20	REVIEW AND RESPOND TO CORRESPONDENCE (2.2) .
MEISLER RE	04/27/06	0.80	REVIEW AND RESPOND TO CORRESPONDENCE (0.8) .
MEISLER RE	04/28/06	0.20	REVIEW DOCKET (0.2) .
MEISLER RE	04/30/06	1.50	REVIEW AND RESPOND TO CORRESPONDENCE (1.5) .
		42.90	
MICHELI MJ	04/03/06	0.50	WEEKLY MEETING WITH WORKING GROUP RE: CASE STATUS (0.5) .
MICHELI MJ	04/07/06	4.40	HEARING PREPARATION (0.7) ; ATTEND OMNIBUS HEARING (3.7) .
MICHELI MJ	04/10/06	1.20	WEEKLY MEETING WITH WORKING GROUP RE: CASE STATUS (0.9) ; FOLLOW UP RE: SAME (0.3) .
MICHELI MJ	04/17/06	0.70	WEEKLY MEETING WITH WORKING GROUP RE: CASE STATUS (0.6) ; FOLLOW UP RE: SAME (0.1) .
MICHELI MJ	04/20/06	1.50	BEGIN DRAFTING CHART OF OPEN ITEMS (1.5) .
MICHELI MJ	04/21/06	0.90	MEETING WITH WORKING GROUP RE: OPEN ITEMS TO BE TRANSITIONED (0.9) .
		9.20	
REESE RG	04/03/06	1.10	PREPARE FOR AND PARTICIPATE IN TEAM STRATEGY CALL (1.1) .
REESE RG	04/10/06	0.90	PARTICIPATE IN STRATEGY CONFERENCE (0.9) .
REESE RG	04/17/06	0.60	PARTICIPATE IN STRATEGY CONFERENCE (0.6) .
REESE RG	04/20/06	0.80	RESPOND TO ISSUES RE: CASH MANAGEMENT SYSTEMS FROM M. GUNKLEMAN (0.8) .
REESE RG	04/24/06	0.70	PREPARE FOR AND PARTICIPATE IN STRATEGY CALL (0.7) .
		4.10	

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STUART NL	04/03/06	0.50	WEEKLY INTERNAL STRATEGY MEETING (0.5) .
STUART NL	04/10/06	0.90	WEEKLY INTERNAL STRATEGY MEETING (0.9) .
STUART NL	04/11/06	0.60	INTERNAL STRATEGY CALL (0.6) .
		2.00	
TOUSSI S	04/04/06	2.10	ADDRESS ISSUE RE: UPCOMING OMNIBUS HEARING AND PROPOSED AGENDA (0.8) ; EDIT AND REVISE SCRIPTS/PROFFERS RE: HEARING (1.3) .
TOUSSI S	04/06/06	2.50	REVIEW HEARING AGENDA (0.3) ; AND ADDRESS ISSUES RE: OMNIBUS HEARING (1.0) ; REVIEW TRANSCRIPTS FROM PRIOR HEARING (1.2) .
TOUSSI S	04/10/06	0.80	REVIEW DRAFT MOTION TO APPROVE SETTLEMENTS (0.8) .
TOUSSI S	04/11/06	1.50	REVIEW TRANSCRIPT FROM APRIL 7 HEARING (1.5) .
TOUSSI S	04/21/06	0.80	FINALIZE MOTION TO FILE DENSO SETTLEMENT UNDER SEAL (0.8) .
TOUSSI S	04/24/06	0.70	ADDRESS SERVICE ISSUES RELATED TO MOTIONS FILED 2/21 ON 9019 MOTIONS (0.7) .
		8.40	
TSIROS DV*	04/19/06	2.00	DRAFT THIRD SUPPLEMENTAL CASE ADMINISTRATION ORDER (1.6) ; REVIEW THIRD SUPPLEMENTAL CASE ADMINISTRATION ORDER (0.4) .
		2.00	
WHARTON JN	04/10/06	0.90	FORMULATE STRATEGY RE: MAY 12 OMNIBUS HEARING (0.9) .
WHARTON JN	04/11/06	3.30	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT PROCEDURES (3.3) .
WHARTON JN	04/24/06	0.50	FORMULATE STRATEGY RE: MAY 12 HEARING (0.5) .
		4.70	

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ZALTZMAN H	04/19/06	0.60	REVIEW DELPHI DOCKET (0.1); REVIEW THIRD SUPPLEMENTAL CASE MANAGEMENT ORDER (0.3); EDIT THIRD SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2).
ZALTZMAN H	04/24/06	0.20	REVIEW LETTER TO COURT RE: ECF FILING (0.2).
ZALTZMAN H	04/26/06	0.50	DRAFT D. SHIVAKUMAR PRO HAC VICE APPLICATION (0.3); EDIT D. SHIVAKUMAR PRO HAC APPLICATION (0.2).
		1.30	
ZIEGLER VE	04/03/06	0.90	PREPARE AND ATTEND WEEKLY STATUS CONFERENCE CALL (0.9).
ZIEGLER VE	04/10/06	0.80	PREPARE AND ATTEND WEEKLY STATUS CONFERENCE CALL (0.8).
ZIEGLER VE	04/17/06	0.70	PREPARE AND ATTEND WEEKLY MEETING RE: CASE STATUS (0.7).
ZIEGLER VE	04/19/06	1.50	LEGAL RESEARCH AND CASE LAW RESEARCH RE: ELECTRONIC FILINGS IN THE SDNY AND CERTIFICATION (1.5).
ZIEGLER VE	04/20/06	5.00	LEGAL RESEARCH AND CASE LAW RESEARCH RE: ELECTRONIC FILINGS IN THE SDNY AND CERTIFICATION (4.5); DRAFT EMAIL RE: SAME (0.5).
ZIEGLER VE	04/24/06	0.90	PREPARE AND ATTEND WEEKLY CONFERENCE CALL RE: CASE STATUS (0.9).
		9.80	
Total Associate/Law Clerk		128.20	

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DEMMA J	04/03/06	10.40	UPDATE MATERIALS FOR ATTORNEY REVIEW (1.1); UPDATE PLEADINGS DOCKET (1.1); PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (5.1); UPDATE/PREPARE CASE ADMINISTRATION MATERIALS FOR DISTRIBUTION (3.1).
DEMMA J	04/04/06	7.10	PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (5.4); UPDATE CORRESPONDENCE FILE (1.7).
DEMMA J	04/05/06	8.90	UPDATE CASE ADMINISTRATION MATERIALS (0.6); UPDATE MASTER AND 2002 SERVICE LIST (1.1); UPDATE CORRESPONDENCE FILES (0.6); UPDATE PRESENTATION FILES (0.6); UPDATE PLEADINGS DOCKET (1.1); PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (1.1); PREPARE CITATION INDEX FOR CONTESTED MATTERS SET FORTH ON APRIL 7, 2006 OMNIBUS HEARING (3.8).
DEMMA J	04/06/06	5.50	PREPARE MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (2.1); UPDATE PLEADING DOCKET (0.6); UPDATE DUE DILIGENCE FILES (0.6); UPDATE TRANSCRIPT FILES (0.6); UPDATE CORRESPONDENCE FILES (1.6).
DEMMA J	04/07/06	4.10	UPDATE PLEADINGS DOCKET (0.6); UPDATE CORRESPONDENCE FILES (1.8); UPDATE TRANSCRIPT FILES (0.6); PREPARE MATERIALS FOR ATTORNEY REVIEW (1.1).
DEMMA J	04/10/06	4.70	UPDATE/DISTRIBUTE CASE ADMINISTRATION MATERIALS (2.8); UPDATE CORRESPONDENCE FILES (0.6); UPDATE PLEADINGS DOCKET (0.6); PREPARE MATERIALS FOR ATTORNEY REVIEW (0.7).
DEMMA J	04/11/06	5.60	UPDATE PLEADINGS DOCKET (0.7); UPDATE CORRESPONDENCE FILES (0.8); PREPARE MATERIALS FOR ATTORNEY REVIEW (1.6); INDEX CASE FILES FROM APRIL 7, 2006 OMNIBUS HEARING (1.7); UPDATE CASE ADMINISTRATION MATERIALS (0.8).
DEMMA J	04/12/06	5.20	UPDATE CORRESPONDENCE FILES (1.1); UPDATE PLEADING FILES (0.7); UPDATE MASTER AND 2002 SERVICE LIST (1.1); UPDATE/INDEX MATERIALS FOR ATTORNEY USE (2.3).
DEMMA J	04/13/06	0.70	PREPARE MATERIALS FOR ATTORNEY REVIEW (0.7).
DEMMA J	04/14/06	1.90	UPDATE MASTER AND 2002 SERVICE LIST (0.6); UPDATE CORRESPONDENCE FILE (1.3).

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DEMMA J	04/24/06	7.30	UPDATE CORRESPONDENCE DATABASE (2.1); PREPARE MATERIALS FOR ATTORNEY REVIEW (3.6); PREPARE PLEADINGS FILED ON APRIL 21, 2006 FOR ATTORNEY REVIEW (1.6).
DEMMA J	04/25/06	6.80	PREPARE MATERIALS FOR ATTORNEY REVIEW (2.1); UPDATE PLEADINGS DOCKET (0.6); UPDATE CORRESPONDENCE FILES (1.6); UPDATE ORGANIZATIONAL ATTORNEY CHART (0.6); UPDATE DELPHI TEAM MANAGEMENT MATERIALS (0.6); UPDATE CASE ADMINISTRATION MATERIALS (1.3).
DEMMA J	04/26/06	4.90	UPDATE CORRESPONDENCE FILES (2.1); UPDATE DELPHI TEAM MANAGEMENT MATERIALS (1.1); UPDATE PLEADINGS DOCKET (1.1); UPDATE DUE DILIGENCE FILES (0.6).
DEMMA J	04/27/06	4.20	PREPARE MATERIALS FOR ATTORNEY REVIEW (0.8); UPDATE CORRESPONDENCE FILES (1.6); RESEARCH SERVICE DELIVERY OPTIONS FOR FILING (0.6); COMPARE MOTIONS TO BE HEARD ON APRIL 12, 2006 OMNIBUS HEARING WITH PRESENTATION TO THE CREDITORS COMMITTEE (0.6); PREPARE CASE ADMINISTRATION MATERIALS FOR ATTORNEY USE (0.6).
DEMMA J	04/28/06	2.60	PREPARE MATERIALS FOR ATTORNEY REVIEW (0.8); UPDATE CORRESPONDENCE FILES (1.1); UPDATE PLEADINGS DOCKET (0.7).
		79.90	

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ROSEN R	04/14/06	0.40	REVIEW CASE DOCKET, UPDATE PLEADINGS INDEX (0.4).
ROSEN R	04/17/06	7.60	REVIEW CASE DOCKET RE: RECENT FILINGS (0.9); UPDATE PLEADINGS INDEX (0.9), CASE CALENDAR (0.9), HEARING PLANNER (1.1) RE: SAME; COMPILE DOCUMENTS FOR CASE ADMINISTRATION BINDERS AND FORWARD TO CLIENT, TEAM ATTORNEYS (2.9); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9).
ROSEN R	04/18/06	1.30	REVIEW CASE DOCKET RE: RECENTLY FILED PLEADINGS (0.6); UPDATE PLEADINGS INDEX RE: SAME (0.3); FORWARD CASE ADMINISTRATION BINDERS TO TEAM ATTORNEYS (0.4).
ROSEN R	04/19/06	2.60	REVIEW CASE DOCKET RE: RECENTLY FILED PLEADINGS, NOTICES OF APPEARANCE (0.8); UPDATE PLEADINGS INDEX (0.4), 2002 SERVICE LIST (0.4) RE: SAME; PREPARE, FORWARD AND REVIEW UPDATED 2002 SERVICE LIST WITH KCC (0.6); RESPOND TO TEAM ATTORNEY'S REQUEST FOR CASE DOCUMENTS (0.4).
ROSEN R	04/20/06	0.90	MONITOR CH. 11 CASE DOCKET RE: NEW PLEADINGS, NOTICES OF APPEARANCE (0.5); UPDATE PLEADINGS INDEX RE: SAME (0.4).
ROSEN R	04/21/06	1.30	MONITOR CH. 11 CASE DOCKET RE: RECENTLY FILED PLEADINGS (0.7); UPDATE PLEADINGS INDEX RE: SAME (0.6).
ROSEN R	04/24/06	6.90	REVIEW CASE DOCKET RE: RECENT FILINGS, NOTICES OF APPEARANCE (0.8); UPDATE 2002 LIST AND FORWARD SAME, NOTICE OF APPEARANCE TO KCC (0.3); UPDATE PLEADINGS INDEX (0.9), CASE CALENDAR (0.9), HEARING PLANNER (0.9) RE: SAME; COMPILE DOCUMENTS FOR CASE ADMINISTRATION BINDERS AND FORWARD TO CLIENT, TEAM ATTORNEYS (3.1).
ROSEN R	04/25/06	1.60	REVIEW CASE DOCKET RE: RECENTLY FILED PLEADINGS, NOTICES OF APPEARANCE (0.7); UPDATE PLEADINGS INDEX RE: SAME (0.6); REVIEW MASTER SERVICE LIST AND 2002 LIST WITH KCC (0.3).
ROSEN R	04/26/06	0.90	REVIEW CASE DOCKET RE: NEW FILINGS, NOTICES OF APPEARANCE (0.6); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.2); REVIEW 2002 SERVICE LIST WITH KCC (0.1).
ROSEN R	04/27/06	0.80	RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.4); UPDATE PLEADINGS INDEX (0.4).

24.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	04/03/06	5.40	ASSEMBLE HEARING BINDER (3.6); UPDATE AGENDA (0.2); COLLECT SCRIPTS AND PROFFERS FOR BINDERS (0.9); SUBMIT REQUEST FOR TRANSCRIPT (0.2).
SALAZAR AG	04/04/06	0.30	SEARCH DOCKET (0.1); UPDATE HEARING AGENDA (0.2).
SALAZAR AG	04/05/06	8.60	COLLECT AND REVISE SCRIPTS AND PROFFERS (1.0); RUN CHANGES TO AND UPDATE AGENDA (2.4); CREATE ATTENDEE LIST FOR MEET AND CONFER (1.4); REVIEW AND RESPOND TO EMAIL (0.5); ASSEMBLE HEARING BINDERS (3.0).
SALAZAR AG	04/06/06	18.90	REVIEW DOCKET AND PULL OBJECTIONS (0.8); PARTICIPATE IN MEETING RE: AGENDA (0.3); REVISE AGENDA (0.3); RUN CHANGES TO AND ELECTRONICALLY FILE HEARING AGENDA (1.0); ASSEMBLE PROPOSED HEARING BINDER (1.6); COORDINATE SERVICE OF DOCUMENTS WITH KCC (0.6); PREPARE AND ELECTRONICALLY FILE DEBTORS RESPONSES (2.7); PREPARE ALL DOCUMENTS FOR HEARING (11.6).
SALAZAR AG	04/07/06	9.50	ORGANIZE FINAL DETAILS FOR HEARING (0.8); ATTEND HEARING (8.7).
SALAZAR AG	04/10/06	3.00	REQUEST ACCUTRAC BOXES FOR FILES (0.2); REVIEW CORRESPONDENCE (1.3); DISTRIBUTE DRAFT OF TRANSCRIPT TO TEAM (0.3); REVIEW DOCKET FOR ENTERED PLEADINGS (0.4); PARTICIPATE IN TEAM CALL (0.8).
SALAZAR AG	04/11/06	4.20	REQUEST HEARING TRANSCRIPT AND REVIEW FOR DISTRIBUTION (1.1); UPDATE CASE ADMIN BINDER (0.1); REQUEST ACCUTRAC HOLDERS FOR FILES (0.2); SEND PROPOSED ATTRITION ORDER AS REQUESTED (0.1); DISTRIBUTE SIGNED ORDERS TO TEAM (0.3); REVIEW CORRESPONDENCE (0.3); SEND PROPOSED ORDERS TO CHAMBERS (0.1); PREPARE DOCUMENTS AND COURIER AS REQUESTED (1.1); REVIEW AFFIDAVITS OF SERVICE FOR FILING (0.5); PROVIDE FEEDBACK ON PLEADING PROCESS AS REQUESTED (0.4).
SALAZAR AG	04/12/06	5.30	COMPILE ALL MATERIALS RELATED TO MOTION TO LEAVE FOR APPEAL (1.6); DRAFT AGENDA (0.6); PULL SIGNED ORDERS FROM DOCKET AND DISTRIBUTE (0.3); ORGANIZE CASE ROOM (0.4); UPDATE DTM BINDER (0.3); SEARCH PRECEDENT MOTIONS TO FILE UNDER SEAL (1.0); SEND PROPOSED ORDER TO CHAMBERS (0.1); SEARCH FOR ADDRESS OF CREDITOR (0.2); PREPARE DOCUMENTS FOR SUBMISSION TO CASE DATABASE (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	04/17/06	4.50	PARTICIPATE IN TEAM CONFERENCE CALL (0.6); ORGANIZE MEETING PLACE FOR WEEKLY CALL (0.2); DISTRIBUTE DRAFT HEARING TRANSCRIPT (0.4); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (2.3); REVIEW CORRESPONDENCE AND FORWARD TO APPROPRIATE PARTIES (0.5); FILE MAINTENANCE (0.5).
SALAZAR AG	04/18/06	1.10	REVIEW STIPULATION (0.9); SUBMIT FINAL VERSION OF STIPULATION TO CHAMBERS FOR ENTRY ON DOCKET (0.2).
SALAZAR AG	04/19/06	5.70	REVIEW DOCKET FOR NEW PLEADINGS (0.6); REVIEW, PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (3.2); PARTICIPATE IN MEETING TO STRATEGIZE LOGISTICS OF FILING AND SERVICE (0.7); REVIEW AND EDIT AGENDA TO REFLECT NEWLY FILED ITEMS (1.2).
SALAZAR AG	04/20/06	7.50	REVIEW DRAFT AFFIDAVITS OF SERVICE AND PROVIDE COMMENTS FOR FILING (0.5); REVIEW CASE MANAGEMENT ORDERS FOR FILING OF PLEADINGS (0.5); REVISE AND UPDATE DRAFT HEARING AGENDA (1.0); COLLECT DRAFT PLEADINGS, REVISE AND PREPARE FOR FILING (4.5); DRAFT NOTICES FOR MOTIONS (1.0).
SALAZAR AG	04/21/06	7.90	REVIEW CHART OF MATTERS AGAINST DOCKET AND AGENDA (0.3); DISCUSS CHANGES TO MASTER SERVICE LIST (0.2); COORDINATE SERVICE OF ALL PLEADINGS FILED (1.0); COLLECT SPECIAL NOTICE PARTY INFORMATION (0.5); EDIT, REVISE, PREPARE AND ELECTRONICALLY FILE PLEADINGS (5.9).
SALAZAR AG	04/24/06	7.60	COORDINATE DETAILS FOR CALL (0.1); PARTICIPATE IN WEEKLY STRATEGY CALL (0.5); DRAFT AND SEND LETTER TO CLERK OF COURT RE: ERROR ON DOCKET (0.8); COORDINATE PRODUCTION OF TRANSCRIPTS FOR DISTRIBUTION TO CLIENT (0.7); RESEARCH PRECEDENT CASES AND MOTIONS AND DRAFT CHART OF FINDINGS (4.3); TELECONFERENCE WITH KCC TO COORDINATE SERVICE (0.3); REVIEW FORM OF ORDER FOR 9016 (0.6); SEND PROPOSED SEALING ORDER TO CHAMBERS (0.3).
SALAZAR AG	04/25/06	3.40	DISTRIBUTE HEARING TRANSCRIPTS TO CLIENT (0.4); SEARCH FOR ADDRESSES OF UNIONS (0.5); SEND COURTESY COPIES OF FILED MOTIONS AND PLEADINGS TO CHAMBERS (0.8); TELECONFERENCE WITH TOGUT RE: FILING FOR THIRD PARTIES (0.2); UPDATE AGENDA WITH NEW MATTERS FILED (0.9); PREPARE, ELECTRONICALLY FILE AND SERVE REPORT (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	04/26/06	1.30	COLLECT ORIGINAL DOCUMENTS (0.6); PREPARE AND SUBMIT ORIGINAL DOCUMENTS FOR UPLOAD IN DATABASE (0.7).
SALAZAR AG	04/27/06	1.60	RESPOND TO TELECONFERENCE RE: BONDS (0.3); UPDATE AGENDA FOR HEARING (0.4); DISCUSS DETAILS WITH CONTACTS ASSISTING IN SERVICE (0.9).
SALAZAR AG	04/28/06	1.00	RESPOND TO REQUESTS FOR DOCUMENTS (0.5); RECEIVE APPALOOSA STIPULATION AND FORWARD TO CHAMBERS (0.4); RESPOND TO QUESTION RE: UNIONS (0.1).
		96.80	
ZSOLDOS AF	04/03/06	4.60	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE DANA DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); PREPARE DELPHI ADVERSARY PROCEEDINGS DOCKET UPDATE (0.2); SEND TRANSCRIPT OF HEARING TO E. REILLY AT SHEARMAN (0.2); UPDATE MOTION SUMMARY CHART (2.5); RESEARCH RE: DEBTOR STATEMENTS IN SUPPORT OF MOTION (0.4); ATTEND AND PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.5).
ZSOLDOS AF	04/04/06	2.20	PREPARE DELPHI DOCKET UPDATE (0.2); PREPARE DANA DOCKET UPDATE (0.2); PREPARE TOWER AUTO DOCKET UPDATE (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE (0.2); PULL DOCUMENTS FROM DOCKET (0.7); DOCKET PULLS RE: ATTRITION AND JOINT PROTOCOL DOCUMENTS (0.7).
ZSOLDOS AF	04/05/06	2.00	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); HEARING PREPARATION (1.2).
ZSOLDOS AF	04/06/06	3.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE ORDERS FOR SUBMISSION TO COURT (2.3).
ZSOLDOS AF	04/07/06	10.60	FINAL PREPARATION FOR HEARING (1.0); ATTEND AND ASSIST AT HEARING (9.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	04/10/06	5.70	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART (2.1); FOLLOW UP FROM HEARING AND DISTRIBUTE OF MATERIALS TO VARIOUS SKADDEN ATTORNEYS AND INTERESTED PARTIES OUTSIDE OF THE FIRM (2.0); PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.8).
ZSOLDOS AF	04/11/06	4.30	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE CASE ADMINISTRATION BINDERS (2.4); DOCKET PULLS AND DISTRIBUTION (1.1).
ZSOLDOS AF	04/12/06	1.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DISTRIBUTE HEARING EXHIBIT BINDERS (0.5); DOCKET PULLS (0.6).
ZSOLDOS AF	04/13/06	1.40	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS AND DISTRIBUTION (0.6).
ZSOLDOS AF	04/14/06	0.80	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).

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ZSOLDOS AF	04/17/06	5.10	PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.7); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); FIND AND SEND TRANSCRIPT OF OMNIBUS HEARING TO E. REILLY AT SHEARMAN (0.2); UPDATE MOTION SUMMARY CHART (1.8); PULL DOCUMENTS OFF DOCKET (0.3); ORGANIZE BOXES OF DOCUMENTS FROM HEARINGS (1.3).
ZSOLDOS AF	04/18/06	0.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PULL DOCKETS (0.1).
ZSOLDOS AF	04/19/06	5.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DOCUMENTS FROM PAST HEARINGS AND FROM DISCLOSURE RESEARCH FOR ACCUTRACING (4.3).
ZSOLDOS AF	04/20/06	6.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE MATERIALS FOR RECORDS (4.5).
ZSOLDOS AF	04/21/06	7.40	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA ADVERSARY DOCKET UPDATES FOR ATTORNEY REVIEW (0.4); VARIOUS DOCKET REQUESTS THROUGHOUT THE DAY (1.9); CONTINUE ORGANIZATION OF HEARING MATERIALS, AND MORE ACCUTRACING OF MATERIALS (4.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	04/24/06	5.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART (4.4); PARTICIPATE IN WEEKLY ASSOCIATES CALL (0.7).
ZSOLDOS AF	04/25/06	1.20	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.4).
ZSOLDOS AF	04/26/06	1.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (1.1).
ZSOLDOS AF	04/27/06	1.50	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.3); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (0.6).
ZSOLDOS AF	04/28/06	3.40	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA ADVERSARY DOCKET UPDATES FOR ATTORNEY REVIEW (0.2); RESPOND TO AND DISTRIBUTE VARIOUS DOCKET REQUESTS (0.7); ORGANIZING CASE MATERIALS FROM PAST HEARINGS (1.7).
		75.10	
Total Legal Assistant		276.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSI DA	04/04/06	1.40	MAINTAIN DATABASE FOR DELPHI CORP (1.4) .
ROSI DA	04/06/06	3.70	MAINTAIN DATABASE FOR DELPHI CORP (3.7) .
ROSI DA	04/10/06	2.80	MAINTAIN DATABASE FOR DELPHI CORP/DPH CORRESPONDENCE (2.8) .
ROSI DA	04/12/06	1.00	MAINTAIN DATABASE FOR DELPHI CORP/DPH CORRESPONDENCE (1.0) .
ROSI DA	04/25/06	0.20	MAINTAIN DATABASE FOR DELPHI CORP (0.2) .
		9.10	
Total Legal Assistant Specialist		9.10	
DIBELLA JB	04/04/06	1.30	UPDATE DELPHI BINDERS (1.3) .
DIBELLA JB	04/05/06	1.20	ASSEMBLE DELPHI CORRESPONDENCE FOR PARALEGAL REVIEW (1.2) .
DIBELLA JB	04/06/06	4.20	REVIEW DELPHI CORRESPONDENCE (4.2) .
DIBELLA JB	04/10/06	3.30	ORGANIZE AND FILE VARIOUS DELPHI DOCUMENTS (1.8); UPDATE CORRESPONDENCE DATABASE (1.5) .
DIBELLA JB	04/11/06	1.90	UPDATE DELPHI CASE ADMINISTRATION BINDERS (1.7); ORGANIZE CORRESPONDENCE (0.2) .
DIBELLA JB	04/12/06	1.20	COORDINATE WITH UPDATING CORRESPONDENCE DATABASE (1.2) .
DIBELLA JB	04/18/06	3.70	ORGANIZE DOCUMENTS AND ASSIST WITH UPDATING DATABASE (2.1); ASSIST WITH UPDATING CASE ADMINISTRATION BINDERS (1.6) .
DIBELLA JB	04/19/06	2.70	ORGANIZE CORRESPONDENCE FILE (2.7) .
		19.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROMAN JJ	04/06/06	0.40	RETRIEVE DOCUMENT AND PREPARE FOR ATTORNEYS IN CONFERENCE MEETING RE: SIXTH OMNIBUS HEARING AGENDA (0.4).
ROMAN JJ	04/12/06	3.90	ASSIST WITH PREPARATION AND PRODUCTION OF DOCUMENTS FOR ATTORNEY REVIEW AND FILES RE: CORRESPONDENCE WITH COURT PAPERS AND EXHIBITS (2.1); ORGANIZE DOCUMENTS AND ASSEMBLE FOR ATTORNEYS' FILES RE: SAME (1.8).
ROMAN JJ	04/13/06	1.40	CONTINUE ORGANIZATION AND PRODUCTION OF DOCUMENTS FOR ATTORNEY REVIEW AND FILES RE: CORRESPONDENCE WITH COURT PAPERS AND EXHIBITS (1.4).
ROMAN JJ	04/28/06	1.20	ASSIST A. ZSOLDOS WITH PREPARATION OF DOCUMENTS FOR ATTORNEY DATABASE RE: FEE APPLICATIONS (1.2).
		6.90	

Total Legal Assistant Support 26.40

TOTAL TIME 524.10

* Law clerks are law school graduates who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Case Administration**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/02/06	Reese RG	53.01
Air/Rail Travel - vendor feed	04/02/06	Reese RG	1,001.26
Air/Rail Travel - vendor feed	04/02/06	Reese RG	-8.01
Air/Rail Travel - vendor feed	04/02/06	Reese RG	-1,001.26
Air/Rail Travel - vendor feed	04/04/06	Lyons JK	667.58
Air/Rail Travel - vendor feed	04/05/06	Reese RG	737.06
Air/Rail Travel - vendor feed	04/07/06	Reese RG	497.06
Air/Rail Travel - vendor feed	04/10/06	Lyons JK	434.74
Air/Rail Travel - vendor feed	04/12/06	Lyons JK	221.30
Air/Rail Travel - vendor feed	04/12/06	Lyons JK	389.74
Air/Rail Travel - vendor feed	04/12/06	Lyons JK	51.16
Air/Rail Travel - vendor feed	04/18/06	Lyons JK	417.41
Air/Rail Travel - vendor feed	04/25/06	Meisler RE	425.44
Air/Rail Travel - vendor feed	04/26/06	Lyons JK	550.75
Air/Rail Travel - vendor feed	04/26/06	Meisler RE	165.30
Air/Rail Travel - vendor feed	04/28/06	Lyons JK	60.46
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$4,663.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/04/06	Copy Center, D	3,372.86
In-house Reproduction	04/04/06	Copy Center, D	354.81
In-house Reproduction	04/06/06	Copy Center, D	515.01
In-house Reproduction	04/07/06	Copy Center, D	2,496.05
In-house Reproduction	04/11/06	Copy Center, D	748.11
In-house Reproduction	04/11/06	Copy Center, D	1,662.93
In-house Reproduction	04/11/06	Copy Center, D	12.20
In-house Reproduction	04/14/06	Copy Center, D	742.31
In-house Reproduction	04/14/06	Copy Center, D	1,194.42
In-house Reproduction	04/18/06	Copy Center, D	130.60
In-house Reproduction	04/18/06	Copy Center, D	83.61
In-house Reproduction	04/21/06	Copy Center, D	203.60
In-house Reproduction	04/21/06	Copy Center, D	343.21
In-house Reproduction	04/25/06	Copy Center, D	81.40
In-house Reproduction	04/25/06	Copy Center, D	1,734.23
In-house Reproduction	04/28/06	Copy Center, D	88.60
In-house Reproduction	04/28/06	Copy Center, D	2,667.05
		TOTAL IN-HOUSE REPRODUCTION	\$16,431.00
Telephone Expense	04/28/06	Telecommunications, D	16.64
Telephone Expense	04/28/06	Telecommunications, D	20.79
Telephone Expense	04/28/06	Telecommunications, D	0.50
Telephone Expense	04/28/06	Telecommunications, D	2.10
Telephone Expense	04/28/06	Telecommunications, D	2.92
Telephone Expense	04/28/06	Telecommunications, D	0.05
		TOTAL TELEPHONE EXPENSE	\$43.00
Postage	04/05/06	Office Admin, D	28.67
Postage	04/11/06	Office Admin, D	14.33
		TOTAL POSTAGE	\$43.00
Lexis/Nexis	04/28/06	Morris A	166.21
Lexis/Nexis	04/30/06	Salazar AG	22.79
		TOTAL LEXIS/NEXIS	\$189.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	04/04/06	Ziegler VE	87.03
Westlaw	04/05/06	Salazar AG	72.75
Westlaw	04/05/06	Kaissar K	703.74
Westlaw	04/06/06	Salazar AG	5.43
Westlaw	04/06/06	Kaissar K	147.62
Westlaw	04/20/06	Tsiros DV	369.35
Westlaw	04/21/06	Ziegler VE	81.04
Westlaw	04/25/06	Toussi S	740.17
Westlaw	04/26/06	Toussi S	980.03
Westlaw	04/27/06	Toussi S	894.84
		TOTAL WESTLAW	\$4,082.00
Reproduction - color	04/11/06	Copy Center, D	332.85
Reproduction - color	04/25/06	Copy Center, D	138.15
		TOTAL REPRODUCTION - COLOR	\$471.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	10.39
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	10.87
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	26.74
		TOTAL VENDOR HOSTED TELECONFERENCING	\$48.00
Air/Rail Travel (external)	04/05/06	Lyons JK	253.92
Air/Rail Travel (external)	04/06/06	Butler, Jr. J	123.08
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$377.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	04/05/06	Lyons JK	229.81
Out-of-Town Travel	04/06/06	Butler, Jr. J	9.00
Out-of-Town Travel	04/06/06	Butler, Jr. J	44.00
Out-of-Town Travel	04/06/06	Butler, Jr. J	9.50
Out-of-Town Travel	04/06/06	Butler, Jr. J	177.21
Out-of-Town Travel	04/07/06	Micheli MJ	20.00
Out-of-Town Travel	04/07/06	Meisler RE	807.81
Out-of-Town Travel	04/07/06	Meisler RE	37.25
Out-of-Town Travel	04/08/06	Lyons JK	127.99
Out-of-Town Travel	04/08/06	Lyons JK	137.49
Out-of-Town Travel	04/12/06	Lyons JK	317.71
Out-of-Town Travel	04/12/06	Lyons JK	512.79
Out-of-Town Travel	04/12/06	Lyons JK	95.99
Out-of-Town Travel	04/20/06	Lyons JK	558.00
Out-of-Town Travel	04/20/06	Lyons JK	209.77
Out-of-Town Travel	04/20/06	Lyons JK	78.00
Out-of-Town Travel	04/26/06	Lyons JK	286.51
Out-of-Town Travel	04/28/06	Lyons JK	95.99
Out-of-Town Travel	04/28/06	Lyons JK	630.18
TOTAL OUT-OF-TOWN TRAVEL			\$4,385.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/02/06	United Parcel Service	131.51
Messengers/ Courier	04/02/06	Comet Messenger Service	29.46
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	32.14
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	67.34
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	28.97
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	28.98
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	49.15
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	38.70
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	04/06/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	04/06/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/06/06	Dist Serv/Mail/Page, D	21.58
Messengers/ Courier	04/06/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/07/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/07/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/07/06	Quick Int'l - Ny	179.50
Messengers/ Courier	04/09/06	Comet Messenger Service	34.66
Messengers/ Courier	04/09/06	United Parcel Service	35.85
Messengers/ Courier	04/10/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/11/06	Dist Serv/Mail/Page, D	36.63
Messengers/ Courier	04/12/06	Dist Serv/Mail/Page, D	31.34
Messengers/ Courier	04/12/06	Dist Serv/Mail/Page, D	10.18
Messengers/ Courier	04/12/06	Dist Serv/Mail/Page, D	21.60
Messengers/ Courier	04/17/06	Dist Serv/Mail/Page, D	42.92
Messengers/ Courier	04/17/06	Dist Serv/Mail/Page, D	6.19

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/17/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/17/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/17/06	Dist Serv/Mail/Page, D	29.08
Messengers/ Courier	04/20/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/20/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/23/06	Comet Messenger Service	13.45
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	18.01
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	33.28
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	10.47
Messengers/ Courier	04/26/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	04/30/06	United Parcel Service	75.95
TOTAL MESSENGERS/ COURIER			\$1,362.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	04/04/06	Lyons JK	45.02
Out-of-Town Meals	04/05/06	Lyons JK	9.86
Out-of-Town Meals	04/06/06	Butler, Jr. J	13.01
Out-of-Town Meals	04/07/06	Meisler RE	26.81
Out-of-Town Meals	04/07/06	Meisler RE	62.46
Out-of-Town Meals	04/10/06	Lyons JK	45.02
Out-of-Town Meals	04/12/06	Lyons JK	28.44
Out-of-Town Meals	04/18/06	Lyons JK	4.41
Out-of-Town Meals	04/18/06	Lyons JK	5.93
Out-of-Town Meals	04/19/06	Lyons JK	45.02
Out-of-Town Meals	04/28/06	Lyons JK	45.02
		TOTAL OUT-OF-TOWN MEALS	\$331.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	69.20
Outside Research/Internet Services	04/06/06	Pacer Service Center	12.24
Outside Research/Internet Services	04/06/06	Pacer Service Center	2,417.97
Outside Research/Internet Services	04/06/06	Pacer Service Center	0.33
Outside Research/Internet Services	04/06/06	Pacer Service Center	2,399.89
Outside Research/Internet Services	04/25/06	Veritext New York Reporting Company L.L.	3,066.37
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$7,966.00
Scanning	04/28/06	Scott-Bonnick S	69.00
		TOTAL SCANNING	\$69.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Printing to paper from TIF	04/03/06	Copy Center, D	334.92
Printing to paper from TIF	04/03/06	Copy Center, D	97.48
Printing to paper from TIF	04/06/06	Copy Center, D	54.26
Printing to paper from TIF	04/24/06	Copy Center, D	278.34
		TOTAL PRINTING TO PAPER FROM TIF	\$765.00
Contracted Catering-NY	04/03/06	Matz TJ	298.78
Contracted Catering-NY	04/03/06	Butler, Jr. J	330.75
Contracted Catering-NY	04/07/06	Butler, Jr. J	478.13
Contracted Catering-NY	04/10/06	Matz TJ	298.78
Contracted Catering-NY	04/17/06	Matz TJ	298.78
Contracted Catering-NY	04/24/06	Matz TJ	298.78
		TOTAL CONTRACTED CATERING- NY	\$2,004.00
Wireless - Mobile/Cellular/Pager	04/23/06	Marafioti KA	3.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$3.00
		TOTAL MATTER	\$43,232.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Case Administration

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/17/06	0.40	REVIEW MATTERS PLANNED FOR RESCHEDULED MAY 30TH OMNIBUS HEARING (0.2); REVIEW SCHEDULING MATTERS RE: NEWLY RESCHEDULED JUNE 16TH OMNIBUS HEARING (0.2).
BUTLER, JR. J	05/19/06	0.30	BEGIN TO PREPARE FOR MAY 30TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DRAFT AGENDA ITEMS (0.3).
BUTLER, JR. J	05/25/06	0.40	REVIEW PENDING MATTERS AND DRAFT AGENDA FOR MAY 30TH OMNIBUS HEARING (0.4).
BUTLER, JR. J	05/28/06	0.60	CONTINUE TO REVIEW MATTERS AND PREPARE FOR MAY 30TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (0.6).
BUTLER, JR. J	05/30/06	0.20	REVIEW RESULTS OF MAY 30TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT (0.2).
		1.90	
LYONS JK	05/01/06	1.90	REVIEW OF CORRESPONDENCE, PLEADINGS AND ASSIGNED TASKS (1.9).
LYONS JK	05/10/06	1.10	REVIEW OF CORRESPONDENCE AND PLEADINGS AND ASSIGNED TASKS (1.1).
LYONS JK	05/15/06	1.70	REVIEW OF CORRESPONDENCE AND PLEADINGS AND ASSIGNED TASKS (1.7).
LYONS JK	05/31/06	0.70	REVIEW OF CORRESPONDENCE AND PLEADINGS AND ASSIGNED TASKS (0.7).
		5.40	
MARAFIOTI KA	05/01/06	3.30	WORK ON CASE MANAGEMENT ISSUES (2.5); CORRESPONDENCE (0.8).
MARAFIOTI KA	05/02/06	0.60	REVIEW PLEADINGS AND CORRESPONDENCE FROM VARIOUS PARTIES (0.6).
MARAFIOTI KA	05/04/06	0.40	REVIEWED INCOMING PLEADINGS AND CORRESPONDENCE (0.3); REVIEWED COVER LETTER RE: FOURTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.1).
MARAFIOTI KA	05/05/06	0.40	CORRESPONDENCE REVIEW (0.4).
MARAFIOTI KA	05/10/06	0.40	CORRESPONDENCE REVIEW (0.4).
MARAFIOTI KA	05/11/06	0.30	REVIEW INCOMING PLEADINGS & CORRESPONDENCE (0.3).
MARAFIOTI KA	05/12/06	0.30	REVIEW CORRESPONDENCE (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	05/16/06	0.40	REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.4).
MARAFIOTI KA	05/17/06	0.40	REVIEWED PLEADINGS AND CORRESPONDENCE RE: SAME (0.4).
MARAFIOTI KA	05/18/06	0.90	REVIEW SCHEDULING MATTERS (0.2); REVIEW CORRESPONDENCE (0.5); REVIEW MISCELLANEOUS DOCUMENTS (0.2).
MARAFIOTI KA	05/19/06	0.40	TELECONFERENCES FROM J. MILLERMAN RE: SCHEDULING OF HEARINGS (0.1); REVIEW INCOMING CORRESPONDENCE AND PLEADINGS (0.3).
MARAFIOTI KA	05/22/06	0.90	REVIEW SCHEDULING MATTERS AND VARIOUS CONFERENCES RE: SAME (0.3); CORRESPONDENCE REVIEW (0.6).
MARAFIOTI KA	05/24/06	0.20	CORRESPONDENCE REVIEW (0.2).
MARAFIOTI KA	05/25/06	1.10	CORRESPONDENCE (0.8); REVIEW PLEADINGS (0.3).
MARAFIOTI KA	05/28/06	2.20	REVIEWED MOTIONS SCHEDULED TO BE HEARD AT SEVENTH OMNIBUS HEARING (2.2).
MARAFIOTI KA	05/29/06	1.70	PREPARED FOR SEVENTH OMNIBUS HEARING (1.7).
MARAFIOTI KA	05/30/06	3.10	PREPARE FOR SEVENTH OMNIBUS HEARING (1.1); ATTENDED SEVENTH OMNIBUS HEARING (0.9); CONFERENCES WITH CLIENT (0.3); REVIEWED PLEADINGS AND CORRESPONDENCE (0.8).

17.00

Total Partner

24.30

MATZ TJ	05/02/06	0.50	REVIEW CASE CORRESPONDENCE (0.5).
MATZ TJ	05/03/06	0.20	REVIEW AND REVISE FORTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2).
MATZ TJ	05/04/06	1.40	REVIEW AND REVISE FIFTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2); FORWARD CASE MANAGEMENT ORDER TO CHAMBERS (0.1); TELECONFERENCES WITH CHAMBERS RE: CASE MANAGEMENT ORDER SCHEDULING (0.3); REVIEW SAME, CORRESPONDENCE AND GENERAL SCHEDULING MATTERS (0.8).
MATZ TJ	05/06/06	0.80	REVIEW CASE CORRESPONDENCE (0.8).
MATZ TJ	05/08/06	0.60	REVIEW CASE CORRESPONDENCE (0.6).
MATZ TJ	05/11/06	0.80	REVIEWING SIXTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2); FORWARDING SAME TO CHAMBERS (0.1); FOLLOW UP TELECONFERENCE FROM CHAMBERS (0.1); TELECONFERENCE WITH U.S. TRUSTEE RE: SAME (0.2); TELECONFERENCE WITH TOGUT SEGAL RE: SCHEDULING MATTERS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/14/06	0.70	REVIEW CASE CORRESPONDENCE (0.7).
MATZ TJ	05/15/06	1.90	CORRESPONDENCE WITH U.S. TRUSTEE RE: MAY 30 HEARING AGENDA (0.2); FOLLOW UP RE: SAME (0.1); REVIEWING CASE CORRESPONDENCE (1.1); REVIEWING OUTSTANDING MATTERS AND STATUS FOR MAY 30 AND JUNE 20 OMNIBUS HEARINGS (0.5).
MATZ TJ	05/16/06	0.30	CONTINUING REVIEW OF MATTERS FOR MAY 30 OMNIBUS HEARING AGENDA (0.3).
MATZ TJ	05/17/06	2.80	REVIEWING OUTSTANDING MATTERS FOR MAY 30 AND JUNE OMNIBUS HEARING AGENDAS (0.7); TELECONFERENCE WITH CHAMBERS RE: MAY 30 MATTER (0.3); REVIEWING MAY 30 PROPOSED AGENDA AND REVISE SAME (0.8); CONTINUING REVIEW RE: PBGC REQUEST RE: MAY 30 DATE (0.2); TELECONFERENCE WITH CHAMBERS RE: JUNE OMNIBUS HEARING (0.2); REVIEWING MATTERS RE: SAME (0.3); REVIEWING AND REVISE SEVENTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.3).
MATZ TJ	05/18/06	0.50	REVIEW CASE CORRESPONDENCE (0.5).
MATZ TJ	05/19/06	0.50	REVIEWING AND FINALIZING SEVENTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.5).
MATZ TJ	05/23/06	1.40	REVIEW AND REVISE DRAFT HEARING AGENDA FOR MAY 30, OMNIBUS HEARING (0.9); CORRESPONDENCE WITH N. BERGER RE: SAME (0.2); FURTHER REVISION TO PROPOSED MAY 30 AGENDA (0.3).
MATZ TJ	05/24/06	0.20	DISCUSSION WITH CHAMBERS RE: MAY 30 PROPOSED AGENDA (0.2).
MATZ TJ	05/25/06	0.70	CONTINUING PREPARATION OF HEARING MATERIALS FOR MAY 30 OMNIBUS HEARING (0.7).
MATZ TJ	05/29/06	1.90	REVIEW AND COMMENT ON MATERIALS FOR HEARING BINDER (0.6); PREPARING FOR MAY 30 OMNIBUS HEARING (1.3).
MATZ TJ	05/30/06	1.60	FINAL PREPARATION OF ORDER AND HEARING BINDERS FOR MAY 30 OMNIBUS HEARING (0.9); ATTEND IN COURT ON MAY 30 OMNIBUS HEARING (0.7).
MATZ TJ	05/31/06	0.60	REVIEW CASE CORRESPONDENCE (0.6).
		17.40	
Total Counsel		17.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	05/01/06	3.50	EDITED THE CASE ADMINISTRATION BINDER (1.1); PARTICIPATED IN WEEKLY STRATEGY MEETING. (0.8); REVISED TEAM TASK LIST (1.6).
DIAZ LB	05/02/06	0.30	REVISED CASE MANAGEMENT BINDER INFORMATION (0.3).
DIAZ LB	05/04/06	2.90	REVISED TEAM TASK LIST (1.2); DRAFTED LETTER RE: CASE MANAGEMENT ORDER (1.7).
DIAZ LB	05/08/06	2.80	WEEKLY STRATEGY MEETING (0.5); EDITED TEAM TASK LIST AND NEW MOTION AND OBJECTION CHART (1.2); UPDATED CASE ADMINISTRATION BINDER (1.1).
DIAZ LB	05/09/06	0.30	REVISED NEW MOTION AND OBJECTION CHART (0.3).
DIAZ LB	05/15/06	2.00	ATTENDED WEEKLY STRATEGY MEETING (0.7); REVISED CASE ADMINISTRATION BINDER (0.9); COMPILED SPECIAL SERVICE LISTS (0.4).
DIAZ LB	05/22/06	1.70	ATTENDED WEEKLY STRATEGY MEETING (0.5); UPDATED CASE ADMINISTRATION BINDER (1.2).
DIAZ LB	05/24/06	2.90	DRAFTED DOCUMENTS FOR UPCOMING OMNIBUS HEARING (2.9).
DIAZ LB	05/30/06	1.10	REVISED CASE ADMINISTRATION BINDER (1.1).
		17.50	
FERN BM	05/01/06	0.80	FORMULATE STRATEGY RE: 5/30 OMNIBUS HEARING (0.8).
FERN BM	05/08/06	0.60	FORMULATE STRATEGY RE: FUTURE HEARINGS (0.6).
FERN BM	05/15/06	0.70	FORMULATE STRATEGY IN PREPARATION FOR MAY OMNIBUS HEARING (0.7).
FERN BM	05/22/06	0.50	FORMULATE STRATEGY RE: 5/30 OMNIBUS HEARING (0.5).
FERN BM	05/26/06	0.70	REVISED VARIOUS SCRIPTS FOR 5/30 HEARING (0.7).
FERN BM	05/29/06	1.10	PREPARED FOR OMNIBUS HEARING (1.1).
FERN BM	05/30/06	0.40	ATTENTION TO MATERIALS AND DOCUMENTS IN PREPARATION FOR OMNIBUS HEARING (0.4).

4.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	05/01/06	1.40	ATTEND WEEKLY WORKING GROUP MEETING (0.9); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.2); UPDATE TASK LIST (0.3).
HERRIOTT AV	05/02/06	0.70	REVIEW AND REVISE SEVENTH CASE MANAGEMENT ORDER (0.7).
HERRIOTT AV	05/04/06	2.00	REVIEW AND EVALUATE CERTAIN SERVICE MATTERS (1.2); GATHER PRECEDENT (0.1); REVIEW AND REVISE CASE MANAGEMENT ORDER (0.3); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.4).
HERRIOTT AV	05/05/06	1.90	COORDINATE TELECONFERENCE DETAILS FOR SENIOR MEETING (0.6); ADDRESS ISSUES RE: SERVICE OF CASE MANAGEMENT ORDER (0.6); REVIEW CERTAIN CASE ADMINISTRATION ISSUES (0.5); RESPOND TO QUESTION RE: PETITIONS (0.2).
HERRIOTT AV	05/08/06	2.80	REVIEW AND RESPOND TO HOTLINE CALLS (0.5); ATTEND WORKING GROUP MEETING (0.5); REVIEW SERVICES QUESTIONS RELATING TO AFFIDAVITS OF SERVICE (1.4); REVIEW CASE CALENDAR (0.2); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.2).
HERRIOTT AV	05/09/06	2.00	RESPOND TO QUESTIONS RE: SERVICE OF CERTAIN DOCUMENTS (0.9); REVIEW AND RESPOND TO MISCELLANEOUS CASE ADMINISTRATION ISSUES (0.4); REVIEW PROTECTIVE ORDER AND RESPOND TO RELATED QUESTION (0.7).
HERRIOTT AV	05/10/06	0.70	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.7).
HERRIOTT AV	05/11/06	1.10	REVIEW AND REVISE CASE CALENDAR (0.3); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.8).
HERRIOTT AV	05/12/06	1.00	REVIEW SERVICE ISSUES (0.6); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.4).
HERRIOTT AV	05/15/06	1.80	RESPOND TO CASE CORRESPONDENCE (0.2); FACILITATE REVIEW AND REVISION OF CASE ADMINISTRATION MATERIALS (0.9); ATTEND WORKING GROUP MEETING (0.7).
HERRIOTT AV	05/16/06	0.30	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.3).
HERRIOTT AV	05/17/06	2.50	CONFERENCE WITH LEGAL ASSISTANTS RE: CASE ADMINISTRATION (1.7); ATTEND TO VARIOUS CASE ADMINISTRATION ISSUES (0.6); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	05/18/06	1.60	REVIEW AND REVISE CASE CALENDAR AND OTHER CASE ADMINISTRATION MATERIALS (0.9); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.7).
HERRIOTT AV	05/19/06	0.80	RESPOND TO HOTLINE QUESTION (0.1); REVISE TASK LIST (0.2); REVIEW AGENDA (0.1); REVIEW AND RESPOND TO ADDITIONAL CASE CORRESPONDENCE (0.4).
HERRIOTT AV	05/22/06	1.10	WORKING GROUP MEETING (0.5); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.6).
HERRIOTT AV	05/23/06	0.40	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.2); REVIEW PROFFERS FOR MISCELLANEOUS HEARING MATTERS (0.2).
HERRIOTT AV	05/24/06	0.60	DRAFT DANE SYSTEMS SCRIPT (0.1); REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.4); RETURN TELECONFERENCE FROM LEGAL HOTLINE (0.1).
HERRIOTT AV	05/25/06	0.90	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.9).
HERRIOTT AV	05/26/06	0.60	REVIEW AND RESPOND TO CASE CORRESPONDENCE AND MISCELLANEOUS ADMINISTRATIVE MATTERS (0.6).
HERRIOTT AV	05/30/06	0.30	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.3).
HERRIOTT AV	05/31/06	0.20	REVIEW AND RESPOND TO CASE CORRESPONDENCE (0.2).

24.70

JJINGO MJ*	05/08/06	0.70	WEEKLY STRATEGY TELECONFERENCE (0.7).
JJINGO MJ*	05/15/06	0.70	ATTEND WEEKLY STRATEGY SESSION (0.7).
JJINGO MJ*	05/20/06	3.80	PREPARE MATERIALS FOR MAY 30 HEARING (3.8).
JJINGO MJ*	05/21/06	0.30	PREPARE MATERIALS FOR MAY 30TH HEARING (0.3).
JJINGO MJ*	05/24/06	1.50	DRAFT, REVIEW AND REVISE MATERIALS FOR MAY 30 HEARING (1.5).
JJINGO MJ*	05/25/06	0.50	ORGANIZE PLEADINGS FOR DELIVERY TO K. CRAFT AND J. SHEEHAN AT DELPHI (0.5).

7.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/01/06	3.80	REVIEW AND REVISE TASK LIST TO UPDATE ACTION ITEMS (0.7); LEAD TELECONFERENCE TO DISCUSS SAME (0.8); RESPOND TO FOLLOW UP INQUIRIES RE: SAME (0.4); REVIEW CASE MANAGEMENT ORDER AND SUPPLEMENTS THERETO (0.4); REVIEW AND RESPOND TO CORRESPONDENCE (1.5).
MEISLER RE	05/03/06	2.10	REVIEW SUPPLEMENTAL ORDER RE: CASE MANAGEMENT FOR CHANGE IN OMNIBUS HEARING FROM 5/12 TO 5/24 (0.3); REVIEW DOCKET (0.3); REVIEW AND RESPOND TO CORRESPONDENCE (1.5).
MEISLER RE	05/04/06	1.20	REVIEW AND RESPOND TO CORRESPONDENCE (0.8); REVIEW OF AFFIDAVITS OF SERVICE (0.2); ATTENTION TO FOURTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2).
MEISLER RE	05/05/06	0.80	REVIEW RECENTLY ENTERED ORDERS (0.4); REVIEW DOCKET (0.4).
MEISLER RE	05/06/06	0.70	ATTENTION TO ACTION ITEMS (0.7).
MEISLER RE	05/08/06	3.60	REVIEW AND REVISE TASK LIST TO UPDATE FOR ACTION ITEMS (0.6); PARTICIPATE ON TELECONFERENCE RE: SAME (0.5); RESPOND TO FOLLOW UP INQUIRIES (1.0); CONFERENCE WITH J. LYONS RE: SAME (0.3); REVIEW DOCKET (0.3); REVIEW AND RESPOND TO CORRESPONDENCE (0.9).
MEISLER RE	05/09/06	0.80	UPDATE TASK LIST (0.5); CONFERENCE WITH A. HOGAN RE: STATUS (0.3).
MEISLER RE	05/10/06	1.40	CONTINUE TO UPDATE TASK LIST (0.4); REVIEW AND RESPOND TO CORRESPONDENCE (1.0).
MEISLER RE	05/11/06	0.80	DRAFTED INTERNAL CORRESPONDENCE RE: CHANGES TO HEARING DATES AND UPCOMING ITEMS (0.5); ATTENTION TO SAME (0.3).
MEISLER RE	05/12/06	0.80	REVIEW AND RESPOND TO CORRESPONDENCE (0.4); ATTENTION TO LOGISTICS IN CONNECTION WITH CHANGED HEARING DATES (0.4).
MEISLER RE	05/13/06	1.30	REVIEW AND RESPOND TO CORRESPONDENCE (1.3).
MEISLER RE	05/15/06	2.20	REVIEW AND REVISE TASK LIST TO UPDATE FOR ACTION ITEMS (0.8); PARTICIPATE ON TELECONFERENCE RE: ACTION ITEMS (0.7); REVIEWED DOCKET FOR NEWLY FILED PLEADINGS (0.2); REVIEW A. HOGAN PRO HAC VICE MOTION (0.1); REVIEW AND RESPOND TO CORRESPONDENCE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/17/06	3.00	REVIEW AND RESPOND TO CORRESPONDENCE (0.2); PREPARE FOR HEARINGS AND FILINGS (1.1); REVIEW CASE MANAGEMENT ORDERS (0.4); BEGIN PREPARATIONS FOR MAY 30 HEARING INCLUDING REVIEW OF FILINGS AND ANALYSIS OF MATTERS TO BE HEARD (0.8) AND CONTINUE TO REVIEW DRAFTS OF SCRIPTS AND PROFFERS (0.5).
MEISLER RE	05/18/06	1.20	REVIEWED SEVENTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.2); REVIEW AND RESPOND TO CORRESPONDENCE (0.4); REVIEW AND UPDATE TASK LIST OF ACTION ITEMS (0.6).
MEISLER RE	05/19/06	1.10	REVIEW 5/26 FILING MATTERS (0.4); REVIEW AND RESPOND TO CORRESPONDENCE (0.2); UPDATE TASK LIST (0.5).
MEISLER RE	05/21/06	2.10	REVIEW OF ACTION ITEMS TO BE ACCOMPLISHED (0.5); REVIEW AND RESPOND TO CORRESPONDENCE (1.6).
MEISLER RE	05/22/06	2.70	REVIEWED AND UPDATED TASK LIST (1.5); PARTICIPATE ON TELECONFERENCE RE: ACTION ITEMS (0.4); REVIEW AND RESPOND TO CORRESPONDENCE (0.5); REVIEW 5/30 HEARING AGENDA (0.3).
MEISLER RE	05/23/06	2.30	REVIEW AND RESPOND TO CORRESPONDENCE (0.7); CONTINUED TO REVIEW AND COMMENT ON AGENDA (0.5); CONTINUE PREPARING FOR 5/30 HEARING (0.8); CONTINUE PREPARING FOR FILING OF PLEADINGS ON 5/26 (0.3).
MEISLER RE	05/25/06	1.90	CONTINUED TO REVIEW AGENDA FOR 5/30 HEARING (0.2); REVIEW AND EDIT SCRIPTS AND PROFFERS RE: SAME (1.5); TELECONFERENCE WITH J. SHEEHAN RE: 5/26 FILINGS (0.2).
MEISLER RE	05/26/06	0.60	CONTINUED TO REVIEW SCRIPTS AND PROFFERS RE: 5/30 HEARING (0.6).
MEISLER RE	05/28/06	2.20	REVIEW AND RESPOND TO CORRESPONDENCE (2.0); REVIEW DOCKET (0.2).
MEISLER RE	05/29/06	1.00	REVIEWED SCRIPTS, PROFFERS AND ORDERS IN PREPARATION FOR 5/30 HEARING (1.0).
MEISLER RE	05/30/06	4.30	GENERAL HEARING PREPARATION (0.3); ATTENDED HEARING (0.6); FOLLOW UP MATTERS (0.7); PREPARE FOR INTERNAL STRATEGY MEETING (0.2); STRATEGY MEETING WITH K. MARAFIOTI AND T. MATZ (1.7); UPDATE TASK LIST ON ACCOUNT OF ACTION ITEMS ARISING FROM STRATEGY MEETING (0.5); REVIEW AND RESPOND TO CORRESPONDENCE (0.3).
MEISLER RE	05/31/06	0.60	REVIEW AND RESPOND TO CORRESPONDENCE (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

42.50

REESE RG	05/08/06	0.60	PREPARE FOR AND PARTICIPATE IN WEEKLY STRATEGY TELECONFERENCE (0.6).
REESE RG	05/15/06	0.70	PARTICIPATE IN WEEKLY STRATEGY CONFERENCE CALL (0.7).

1.30

STUART NL	05/01/06	0.80	WEEKLY INTERNAL STRATEGY TELECONFERENCE (0.8).
STUART NL	05/08/06	0.60	ATTEND WEEKLY STRATEGY TELECONFERENCE (0.6).
STUART NL	05/15/06	0.70	WEEKLY INTERNAL STRATEGY TELECONFERENCE (0.7).

2.10

TSIROS DV*	05/15/06	0.40	COMMUNICATE PHV MOTION TO THE APPROPRIATE PARTY; SEEK AUTHORIZATION FOR FILING (0.4).
TSIROS DV*	05/18/06	2.40	REVIEW SCRIPTS AND PROFFERS FOR MAY 30 HEARING (2.4).
TSIROS DV*	05/22/06	4.40	DRAFT SCRIPTS FOR MAY 30 HEARING (3.3); ATTEND CASE MANAGEMENT TELECONFERENCE (0.5); UPDATE TASK LIST CHART (0.6).
TSIROS DV*	05/23/06	1.30	REVIEW SCRIPTS FOR MAY 30 HEARING AND INCORPORATE AMENDMENTS OF THE APPROPRIATE PARTIES (1.3).

8.50

WHARTON JN	05/01/06	0.80	FORMULATE STRATEGY RE: MAY 24 OMNIBUS HEARING AND FILING OF MOTIONS FOR JUNE 20 OMNIBUS HEARING (0.8).
WHARTON JN	05/15/06	0.70	FORMULATE STRATEGY FOR MAY 31 OMNIBUS HEARING AND FILING OF MOTIONS FOR JUNE OMNIBUS HEARING (0.7).
WHARTON JN	05/22/06	0.50	FORMULATE STRATEGY FOR MAY 31 OMNIBUS HEARING AND FILING OF MOTIONS FOR JUNE OMNIBUS HEARING (0.5).

2.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	05/01/06	1.60	PARTICIPATE IN WEEKLY CASE MANAGEMENT MEETING (0.7); REVIEW DELPHI DOCKET (0.2) DRAFT FOURTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.3) EDIT FOURTH SUPPLEMENTAL ORDER (0.4).
ZALTZMAN H	05/02/06	0.60	REVIEW DELPHI DOCKET (0.1) DRAFT GM HEARING SCHEDULING ORDER (0.5).
ZALTZMAN H	05/08/06	0.60	PARTICIPATE IN WEEKLY CASE MANAGEMENT MEETING (0.6).
ZALTZMAN H	05/09/06	0.40	REVIEW DELPHI DOCKET (0.1) DISCUSS DRAFTING OF NOTICES/NOTICE OF PRESENTMENTS (0.3).
ZALTZMAN H	05/10/06	0.20	REVIEW SHIVAKUMAR PRO HAC VICE APPLICATION (0.2).
		3.40	
ZIEGLER VE	05/01/06	0.80	ATTEND WEEKLY CONFERENCE CALL RE: CASE STATUS (0.8).
ZIEGLER VE	05/15/06	0.90	PREPARE AND ATTEND WEEKLY STATUS TELECONFERENCE (0.9).
ZIEGLER VE	05/17/06	0.80	REVISE PRO HAC VICE MOTION FOR AL HOGAN (0.8):
ZIEGLER VE	05/18/06	1.20	DRAFT SEVENTH SUPPLEMENTAL CASE MANAGEMENT ORDER (1.2).
ZIEGLER VE	05/19/06	1.20	FOLLOW UP ON SEVENTH SUPPLEMENTAL CASE MANAGEMENT ORDER AND WORK ON SERVICE (1.2).
ZIEGLER VE	05/22/06	0.70	PREPARE AND ATTEND WEEKLY STATUS TELECONFERENCE (0.7).
		5.60	
Total Associate/Law Clerk		119.90	
DEMMA J	05/01/06	8.40	UPDATE PLEADINGS DOCKET (0.6); UPDATE CORRESPONDENCE FILE (1.6); PREPARE DOCUMENTS FOR ATTORNEY REVIEW (1.1); PREPARE/UPDATE/DISTRIBUTE CASE ADMINISTRATION MATERIALS (5.1).
DEMMA J	05/02/06	1.70	UPDATE WORKING GROUP LIST (0.6); UPDATE CORRESPONDENCE FILE (1.1).
DEMMA J	05/03/06	1.80	UPDATE CORRESPONDENCE FILE (0.6); UPDATE PLEADINGS DOCKET (0.6); UPDATE DELPHI TEAM MANAGEMENT MATERIALS (0.6).
DEMMA J	05/04/06	7.10	UPDATE CORRESPONDENCE FILES (1.6); PREPARE MATERIALS FOR ATTORNEY REVIEW (0.6); UPDATE PLEADINGS INDEX (0.6); PREPARE CHART OF CONTACT ATTORNEYS FOR ATTORNEY REVIEW (3.6); UPDATE DEPOSITION FILES (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	05/05/06	2.20	UPDATE PLEADINGS DOCKET (0.6); UPDATE CORRESPONDENCE FILES (1.6).
DEMMA J	05/08/06	6.30	UPDATE PLEADINGS INDEX (1.1); UPDATE CORRESPONDENCE FILES (1.5); PREPARE/DISTRIBUTE CASE ADMINISTRATION UPDATES (3.1); UPDATE MASTER SERVICE LIST (0.6).
DEMMA J	05/09/06	7.30	UPDATE MASTER AND 2002 SERVICE LIST (0.6); PREPARE PRECEDENT RE: EXCLUSIVITY FOR ATTORNEY REVIEW (2.6); UPDATE PLEADING FILE (0.6); PREPARE MATERIALS FOR ATTORNEY REVIEW (2.4); UPDATE CORRESPONDENCE FILES (1.1).
DEMMA J	05/10/06	3.30	UPDATE PLEADINGS FILES (0.6); UPDATE DUE DILIGENCE FILES (1.1); UPDATE CORRESPONDENCE FILES (1.6).
DEMMA J	05/11/06	4.50	UPDATE PLEADING INDEX (0.6); UPDATE CASE ADMINISTRATION MATERIALS (1.1); UPDATE CORRESPONDENCE FILES (1.1); UPDATE CONTACT LIST RE: NEW OMNIBUS HEARING DATE (0.6); PREPARE MATERIALS FOR ATTORNEY REVIEW (0.6); UPDATE MASTER AND 2002 SERVICE LIST (1.1).
DEMMA J	05/12/06	1.70	UPDATE CASE CALENDAR TO REFLECT NEW HEARING DATE (0.6); UPDATE CONTACT LIST FOR PARTIES BEING NOTIFIED OF NEW HEARING DATE (1.1).
DEMMA J	05/22/06	8.30	UPDATE PLEADINGS DOCKET (0.6); UPDATE CORRESPONDENCE FILES (1.1); UPDATE MASTER AND 2002 SERVICE LIST (0.6); UPDATE PRESENTATION INDEX (1.1); PREPARE/UPDATE/DISTRIBUTE CASE ADMINISTRATION MATERIALS (3.6); UPDATE DUE DILIGENCE FILES (0.6); PREPARE DOCUMENTS FOR ATTORNEY REVIEW (0.7).
DEMMA J	05/23/06	8.20	UPDATE PLEADINGS DOCKET (0.3); UPDATE TRANSCRIPT MATERIALS (1.6); UPDATE MATERIALS FOR ATTORNEY REVIEW RE: ENTERED ORDERS (2.6); UPDATE CORRESPONDENCE FILES (2.6); UPDATE DELPHI TEAM MANAGEMENT MATERIALS (1.1).
DEMMA J	05/24/06	3.30	PREPARE MATERIALS FOR ATTORNEY REVIEW (1.1); UPDATE CORRESPONDENCE FILES (1.1); PREPARE MATERIALS FOR MAY 30, 2006 OMNIBUS HEARING (1.1).
DEMMA J	05/25/06	2.30	PREPARE MATERIALS FOR MAY 30, 2006 OMNIBUS HEARING (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	05/26/06	3.30	PREPARE MATERIALS FOR MAY 30, 2006 OMNIBUS HEARING (1.1); UPDATE CORRESPONDENCE FILES (1.6); TELECONFERENCE WITH VARIOUS CREDITORS (0.6).
DEMMA J	05/30/06	6.20	UPDATE CORRESPONDENCE DATABASE (2.1); PREPARE/DISTRIBUTE CASE ADMINISTRATION UPDATED MATERIALS (4.1).
DEMMA J	05/31/06	1.20	UPDATE CORRESPONDENCE FILES (1.2).
		77.10	
ROSEN R	05/01/06	0.80	PARTICIPATE IN TEAM PLANNING MEETING (0.8).
ROSEN R	05/08/06	4.80	PARTICIPATE IN TEAM PLANNING MEETING (0.5); UPDATE, REVISE HEARING PLANNER (0.8); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW 4/24 HEARING AGENDA RE: STATUS OF ORDERS ENTERED (0.9); REVIEW UPDATING SERVICE LISTS, SERVICE OF ORDERS WITH KCC (0.8); COMPILE 5/30 OMNIBUS HEARING DOCUMENTS (0.9).
ROSEN R	05/09/06	5.80	RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS, PRECEDENT (0.9); REVIEW GENERAL SERVICE PROCEDURES, ORDERS STATUS WITH KCC (0.9); REVIEW, COMPILE LIST OF ALL ORDERS FILED IN CASE (1.3); UPDATE ORDERS BINDER INDEX RE: SAME (0.8); WORK ON ORDERS, SERVICE STATUS LIST (1.9).
ROSEN R	05/10/06	4.70	REVIEW INCOMING CORRESPONDENCE, PLEADINGS (0.6), CASE DOCKET (0.9); UPDATE TASK LIST (0.9), HEARING PLANNER (0.7); 5/30 OMNIBUS HEARING NEW MOTIONS AND OBJECTION CHART (0.7) RE: SAME; RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9).
ROSEN R	05/11/06	3.20	REVIEW INCOMING CORRESPONDENCE, PLEADINGS, CASE DOCKET RE: NEW FILINGS (0.9); UPDATE TASK LIST (0.6), HEARING PLANNER (0.6) AND MONTHLY OMNIBUS NEW MOTION AND OBJECTION CHART (0.5) RE: SAME; RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.6).
ROSEN R	05/12/06	8.30	REVIEW INCOMING CORRESPONDENCE, PLEADINGS, CASE DOCKET RE: NEW PLEADINGS (0.9); UPDATE TASK LIST (1.2), HEARING PLANNER (0.9), 5/30 OMNIBUS HEARING NEW MOTIONS, OBJECTIONS CHART (0.8) RE: SAME; UPDATE PLEADINGS INDEX (0.7); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW, COMPILE ORDERS' SERVICE OVERVIEW CHART (2.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/15/06	8.10	PARTICIPATE IN TEAM PLANNING MEETING (0.7); REVIEW CASE DOCKET RE: RECENT FILINGS (0.9); UPDATE PLEADINGS INDEX (0.9), CASE CALENDAR (0.8), HEARING PLANNER (0.9) RE: SAME; REVISE, UPDATE TASK LIST (1.4); COMPILE DOCUMENTS FOR CASE ADMINISTRATION BINDERS AND FORWARD TO CLIENT, TEAM ATTORNEYS (1.6); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9).
ROSEN R	05/16/06	7.60	UPDATE, REVISE HEARING PLANNER (0.9); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW, REVISE, UPDATE TASK LIST (2.6); REVIEW DRAFT 5/30 HEARING AGENDA, CASE DOCKET RE: FILINGS STATUS (0.9); WORK ON 5/30 OMNIBUS HEARING MOTIONS, OBJECTIONS SUMMARY CHART (1.4); COMPILE 5/30 OMNIBUS HEARING DOCUMENTS RE: SAME (0.9).
ROSEN R	05/17/06	6.80	REVIEW CASE DOCKET RE: NEW FILINGS (0.7) AND WORK ON DRAFT 5/30 HEARING AGENDA RE: SAME (0.8); REVIEW, REVISE, UPDATE TASK LIST (2.4), HEARING PLANNER (0.8); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW UPDATING MASTER AND 2002 SERVICE LISTS, SERVICE OF ORDERS WITH KCC (0.6); PARTICIPATE IN TEAM PLANNING MEETING RE: 5/30 OMNIBUS HEARING, SERVICE MATTERS (0.6).
ROSEN R	05/18/06	8.70	MONITOR CASE DOCKET RE: ENTERED ORDERS, NEW FILINGS (0.9); REVISE, UPDATE TASK LIST (2.9); RESPOND TO ATTORNEYS' REQUESTS FOR PRECEDENT (0.5), CASE DOCUMENTS (0.9); UPDATE 5/30 AND PREPARE 6/19 OMNIBUS HEARINGS' MOTIONS AND OBJECTIONS SUMMARY CHARTS (1.7); WORK ON DRAFT 5/30 HEARING AGENDA (0.9), HEARING DOCUMENTS (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/19/06	10.40	MONITOR CASE DOCKET RE: ENTERED ORDERS, NEW FILINGS (0.9); REVIEW, REVISE AND FORWARD SPECIAL PARTIES SERVICE LIST TO KCC RE: 7TH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.5); FURTHER REVIEW SERVICE PARTIES, CERTIFICATE OF SERVICE RE: SAME WITH KCC (0.6); REVISE, UPDATE TASK LIST (3.3); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW, REVISE AND UPDATE 5/30 AND PREPARE 6/19 OMNIBUS HEARINGS' MOTIONS AND OBJECTIONS SUMMARY CHARTS (1.9); WORK ON DRAFT 5/30 HEARING AGENDA (1.1); REVIEW, COMPILE DOCUMENTS AND PREPARE DRAFT 5/30 HEARING BINDER (1.2).
ROSEN R	05/22/06	9.80	PARTICIPATE IN TEAM PLANNING MEETING (0.7); MONITOR CASE DOCKET RE: ENTERED ORDERS, NEW FILINGS (0.9); REVISE, UPDATE TASK LIST (2.2); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW, REVISE AND UPDATE 5/30 AND 6/19 OMNIBUS HEARINGS' MOTIONS AND OBJECTIONS SUMMARY CHARTS (1.9); REVISE, UPDATE DRAFT 5/30 HEARING AGENDA AND FORWARD TO TEAM ATTORNEYS FOR COMMENTS, CHANGES (1.1); REVIEW, COMPILE, ORGANIZE DRAFT 5/30 HEARING BINDER, DOCUMENTS (1.2); RESEARCH, COMPILE DRAFT ORDERS RE: SAME (0.9).
ROSEN R	05/23/06	8.70	RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVIEW CASE DOCKET RE: RECENTLY ENTERED ORDERS, NEW FILINGS (0.8); REVISE, UPDATE TASK LIST (1.8), 5/30/06 AND 6/19/06 OMNIBUS HEARINGS' MOTIONS/ OBJECTIONS SUMMARY CHARTS RE: SAME (1.2); PREPARE, FORWARD DRAFT 5/30 HEARING AGENDA TO TEAM ATTORNEYS (0.9); REVISE, UPDATE DRAFT 5/30 HEARING AGENDA RE: TEAM ATTORNEYS' COMMENTS (0.9); REVISE, ORGANIZE 5/30 HEARING BINDER, ANCILLARY SUPPORTING DOCUMENTS (1.3); WORK WITH ATTORNEYS RE: DRAFT ORDERS, SUPPORTING DOCUMENTS FOR HEARING BINDER (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/24/06	8.60	WORK WITH TEAM ATTORNEYS RE: FINALIZING DRAFT ORDERS, ANCILLARY SUPPORTING DOCUMENTS FOR 5/30 HEARING BINDERS (1.2); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE, PRECEDENT DOCUMENTS (0.9); MONITOR CASE DOCKET RE: NEW FILINGS, ENTERED ORDERS (0.8); UPDATE TASK LIST (1.1), 5/30 AND 6/19 OMNIBUS HEARING MOTIONS/OBJECTIONS SUMMARY CHART RE: SAME (0.9); REVISE, PREPARE AND FORWARD 5/30 DRAFT HEARING AGENDA TO TEAM ATTORNEYS FOR COMMENTS (0.9); REVISE DRAFT HEARING AGENDA (0.9), BINDER DOCUMENTS RE: SAME (0.8); COMPILE DRAFT HEARING BINDERS (1.1).
ROSEN R	05/25/06	6.70	REVISE, UPDATE AND FORWARD 5/30 HEARING AGENDA TO TEAM ATTORNEYS FOR FINAL COMMENTS, CHANGES (1.5); FINALIZE, COMPILE AND FORWARD 5/30 AGENDA FOR COURT FILING (0.9); FORWARD AGENDA TO KCC FOR SERVICE AND REVIEW SPECIAL PARTIES LIST RE: SAME (0.8); WORK WITH ATTORNEYS RE: SECURING ORDERS, SUPPORTING DOCUMENTS FOR HEARING BINDERS (0.9); UPDATE HEARING BINDERS RE: SAME (0.9); MONITOR CASE DOCKET RE: NEW FILINGS, ENTERED ORDERS (0.8); REVISE, UPDATE TASK LIST (0.9).
ROSEN R	05/26/06	8.30	WORK WITH ATTORNEYS TO SECURE, FINALIZE 5/30 HEARING ORDERS, SUPPORTING DOCUMENTS FOR HEARING BINDERS RE: SAME (2.7); MONITOR CASE DOCKET RE: NEW FILINGS, ENTERED ORDERS (0.9); UPDATE TASK LIST (0.9), 6/19 OMNIBUS HEARING MOTIONS/OBJECTIONS SUMMARY CHART (0.7); COMPILE, REVISE, PREPARE AND FORWARD DRAFT HEARING BINDERS TO TEAM ATTORNEYS (2.4); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.7).
ROSEN R	05/29/06	7.40	COMPILE SETS OF ALL ORDERS (1.3) AND ALL HEARING DOCUMENTS (1.9) FOR SUBMITTAL TO COURT; COMPILE, REVIEW, UPDATE AND PREPARE PROFFERS BINDERS (1.4), ORDERS BINDERS (1.8) AND FORWARD TO TEAM ATTORNEYS; PARTICIPATE IN TEAM HEARING PREPARATION MEETING (0.9); IN (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/30/06	8.20	ORGANIZE, PREPARE HEARING DOCUMENTS AND SUPPORTING MATERIALS FOR COURT HEARING (1.9); UPDATE ATTORNEYS' HEARING BINDERS (0.6); TRANSPORT DOCUMENTS TO AND FROM COURT (1.0); PARTICIPATE IN COURT HEARING (0.8); MONITOR CASE DOCKET RE: ENTRY STATUS OF ORDERS SUBMITTED AT HEARING (0.9); REVIEW, UPDATE TASK LIST (1.3) AND 6/19 HEARING MOTIONS/OBJECTIONS SUMMARY CHART (0.9); RESPOND TO TEAM ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.8).
ROSEN R	05/31/06	3.60	MONITOR CASE DOCKET RE: NEW FILINGS (0.9); RESPOND TO ATTORNEYS' REQUESTS FOR CASE DOCUMENTS (0.9); REVISE, UPDATE TASK LIST (1.1) AND 6/19 MOTIONS/OBJECTIONS SUMMARY CHART (0.7).
		130.50	
SALAZAR AG	05/01/06	1.40	COORDINATE SERVICE OF DOCUMENTS WITH COURIERS (0.4); PREPARE EMAIL SERVICE LIST (0.5); RESPOND TO REQUESTS FOR DOCUMENTS (0.5).
SALAZAR AG	05/02/06	2.90	SEARCH DOCKET FOR NEW PLEADINGS FILED (0.8); COORDINATE CLIENTS ARRIVAL FOR UCC DINNER (0.8); SERVE NEW DECLARATION TO PARTIES-IN-INTEREST WITH COPIES TO COURT AND TO THE US TRUSTEE (1.3).
SALAZAR AG	05/03/06	5.40	EDIT AND SEND PROPOSED FOURTH SUPPLEMENTAL CASE MANAGEMENT ORDER TO COURT (1.0); DISCUSS EMAIL SERVICE WITH LEGAL TECHNOLOGY (1.0); COORDINATE SERVICE OF DOCUMENTS WITH KCC (0.3); DISCUSS SERVICE OF PRODUCTION AND DISTRIBUTE (1.6); ASSEMBLE HEARING BINDERS (1.5).
SALAZAR AG	05/04/06	5.70	SEND CORRESPONDENCE FOR ENTRY IN DATABASE (1.0); SEND SERVICE LIST TO ATTORNEYS (0.2); PRINT IUOE PRODUCTION DOCUMENTS FOR DEPOSITION (0.6); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (1.0); EDIT AND REVISE AGENDA AS NEW ITEMS ARE FILED (1.4); CREATE HEARING BINDERS (1.5).
SALAZAR AG	05/05/06	3.00	REVISE HEARING BINDER (1.9); UPDATE HEARING AGENDA (1.1).
SALAZAR AG	05/07/06	0.90	REVISE INDEX FOR HEARING BINDERS AND ASSEMBLE FOR PRODUCTION (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	05/08/06	4.30	PARTICIPATE IN WEEKLY TELECONFERENCE (0.6); UPDATE HEARING BINDER WITH NEW FILINGS (2.5); SUBMIT REQUEST FOR HEARING TRANSCRIPTS (0.3); FINALIZE AGENDA AND SEND TO CHAMBERS (0.8); ELECTRONICALLY FILE AGENDA AND COORDINATE SERVICE (0.1).
SALAZAR AG	05/11/06	5.90	RESPOND TO REQUESTS FOR DOCUMENTS (0.4); RESPOND TO CLIENT REQUEST TO SEND DOCUMENT (0.1); DISTRIBUTE HEARING TRANSCRIPT INTERNALLY AND EXTERNALLY (0.9); ORGANIZE CASE ROOM IN BARCODED CONTAINERS (1.5); DRAFT OCP RESPONSE LETTER RE: FILING AFFIDAVITS AND SEND (0.5); REVIEW DOCKET AND UPDATE OMNIBUS HEARING AGENDA (0.4); PREPARE AND SUBMIT DOCUMENTS FOR UPLOAD IN DATABASE (0.5); REVIEW AFFIDAVITS OF SERVICE AND CONFIRM FOR FILING (0.6); RESPOND TO REQUESTS FOR PRODUCTION OF DOCUMENTS PREVIOUSLY PRODUCED (0.4); FILE MAINTENANCE RE: HEARING MATERIALS AND DUPLICATES (0.6).
SALAZAR AG	05/15/06	4.50	ADMINISTRATIVE TASKS RE: EMAIL RESPONSES (0.5); SEARCH DOCKET AND RESOLVE RETENTION OF MAYER BROWN (0.4); TELECONFERENCES WITH REPORTING SERVICES RE: TRANSCRIPTS FOR HEARINGS (0.8); RESEARCH IN RESPONSE TO REQUEST FOR PRECEDENT (0.5); REVIEW DOCKET AND UPDATE AND REVISE AGENDA DRAFTED (1.5); PARTICIPATE IN WEEKLY STRATEGY TELECONFERENCE (0.8).

34.00

YOELI ME	05/15/06	0.70	TELECONFERENCE WITH CASE/DEAL TEAM RE: WEEKLY UPDATES (0.7).
YOELI ME	05/18/06	1.00	TELECONFERENCE WITH CASE/DEAL TEAM RE: PREPARATION FOR 5/24 AND 5/26 SECTION 1113 HEARING, INCLUDING WITNESS PREPARATION, ADMINISTRATIVE DETAILS (1.0).
YOELI ME	05/22/06	0.50	TELECONFERENCE WITH CASE/DEAL TEAM RE: WEEKLY TASKS (0.5).
		2.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	05/01/06	5.60	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART (4.8).
ZSOLDOS AF	05/02/06	2.10	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); RESPOND TO EMAILS AND OTHER CORRESPONDENCE RE: VARIOUS MATTERS (0.3); COORDINATE EXHIBIT BINDER PREPARATION (0.3); RESEARCH RE: MONTGOMERY WARD BANKRUPTCY (0.7).
ZSOLDOS AF	05/03/06	1.30	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PULL DOCKETS AND DISTRIBUTE (0.5).
ZSOLDOS AF	05/04/06	2.20	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET DISTRIBUTION FOR R. MEISLER AND REVIEW DOCUMENTS (0.6); COORDINATE FOR HEARING (0.8).
ZSOLDOS AF	05/05/06	2.20	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE C&A DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); VARIOUS DOCKET PULLS (1.4).
ZSOLDOS AF	05/07/06	2.30	UPDATE MOTION SUMMARY CHART (2.3).
ZSOLDOS AF	05/08/06	2.50	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO UPDATE FOR ATTORNEY REVIEW (0.2); VARIOUS DOCKET DISTRIBUTIONS (1.1); PARTICIPATE IN WEEKLY ASSOCIATES TELECONFERENCE (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	05/11/06	0.80	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2).
ZSOLDOS AF	05/15/06	5.60	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (1.3); UPDATE MOTION SUMMARY CHART (1.7); COORDINATE SERVICE WITH SKADDEN COLLEAGUES AND KCC RE: RETENTION ORDERS, CASE MANAGEMENT ORDER, AND HUMAN CAPITAL ORDER AND REVIEW AFFIDAVITS OF SERVICE (1.1); PARTICIPATE IN WEEKLY ASSOCIATES TELECONFERENCE (0.7).
ZSOLDOS AF	05/16/06	1.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); ATTEND TO HEARING TRANSCRIPTS (1.1).
ZSOLDOS AF	05/17/06	3.60	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET UPDATES (0.6); WORK ON MISCELLANEOUS CASE MANAGEMENT MATTERS TO RESOLVE VARIOUS ISSUES (2.2).
ZSOLDOS AF	05/18/06	3.40	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TRANSCRIPTS FOR DISTRIBUTION AND CREATE STANDING ORDER FOR DELPHI HEARINGS (2.0); DOCKET PULLS (0.2); SEND SEVENTH SUPPLEMENTAL CASE MANAGEMENT ORDER TO CHAMBERS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	05/19/06	3.40	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS (1.1); PRECEDENT RESEARCH RE: NOTICE OF HEARING (0.5); DISTRIBUTE HEARING TRANSCRIPTS (0.6); COORDINATE SERVICE OF FILINGS WITH KCC AND SKADDEN COLLEAGUES (0.4).
ZSOLDOS AF	05/22/06	5.50	PARTICIPATE IN WEEKLY ASSOCIATES TELECONFERENCE (0.5); PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); UPDATE MOTION SUMMARY CHART (3.3); DISTRIBUTE DOCKETS (0.9).
ZSOLDOS AF	05/23/06	0.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); TELECONFERENCE WITH R. ROSEN RE: HEARING PREPARATION (0.1).
ZSOLDOS AF	05/25/06	3.90	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULL (0.4); FILE OMNIBUS HEARING AGENDA (0.4); PREPARATION FOR OMNIBUS HEARING, INCLUDING UPDATING HEARING BINDERS (2.3).
ZSOLDOS AF	05/30/06	7.30	HEARING PREPARATION, INCLUDING UPDATING BINDERS, AND PREPARING ORDERS ON DISKS FOR ENTRY BY COURT (2.7); ATTEND AND ASSIST AT HEARING (2.9); UPDATE MOTION SUMMARY CHART (1.2); PREPARE COURTESY COPIES FOR CHAMBERS (0.5).
ZSOLDOS AF	05/31/06	1.00	PREPARE DELPHI DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE DANA DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE TOWER AUTO DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); PREPARE COLLINS & AIKMAN DOCKET UPDATE FOR ATTORNEY REVIEW (0.2); DOCKET PULLS FOR B. FERN (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

55.50

Total Legal Assistant

299.30

GALLAGHER T	05/01/06	1.10	CODE CODED APRIL 2006 CORRESPONDENCE AND ATTACHMENTS (1.1).
GALLAGHER T	05/03/06	1.00	FILE MAINTENANCE ORGANIZED CORRESPONDENCE IN DATE ORDER FOR PREPARATION OF CODING (1.0).
GALLAGHER T	05/04/06	3.70	FILE MAINTENANCE PREPARED FOR CODING APRIL 2006 CORRESPONDENCE (3.7).
GALLAGHER T	05/05/06	2.30	CODE CODED APRIL 2006 CORRESPONDENCE (1.8); FILE MAINTENANCE ORGANIZED CORRESPONDENCE AND FILED (0.5).
GALLAGHER T	05/11/06	2.70	FILE MAINTENANCE PREPARED MARCH, APRIL, MAY 2006 CORRESPONDENCE FOR CODING (1.3); CODE CODED MARCH, APRIL, MAY 2006 CORRESPONDENCE (1.2); FILE MAINTENANCE ORGANIZED CORRESPONDENCE INTO MONTHLY RED WELDS (0.2).
GALLAGHER T	05/16/06	1.70	FILE MAINTENANCE PREPARED FOR CODING AND CODED APRIL 2006 AND MAY 2006 CORRESPONDENCE; ORGANIZED CORRESPONDENCE INTO MONTHLY RED WELDS (1.7).
GALLAGHER T	05/25/06	3.50	ASSEMBLE CONFIDENTIAL DOCUMENTS (3.5).
		16.00	
WORSHECK TM	05/01/06	0.60	PREPARE CASE ADMINISTRATION MATERIALS FOR DISTRIBUTION (0.6).
WORSHECK TM	05/02/06	3.80	UPDATE CASE ADMINISTRATION BINDERS (2.2); UPDATE PLEADING FILES (1.6).
WORSHECK TM	05/05/06	3.80	UPDATE CORRESPONDENCE FILES (1.4); UPDATE PLEADINGS FILES (2.4).
WORSHECK TM	05/08/06	3.40	PREPARE DOCUMENTS FOR ATTORNEY REVIEW (1.2); UPDATE PLEADINGS FILES (2.2).
WORSHECK TM	05/09/06	3.80	UPDATE CASE ADMINISTRATION BINDERS (1.3); PREPARE DOCUMENTS FOR ATTORNEY REVIEW (0.6); UPDATE PLEADINGS FILES (1.9).
WORSHECK TM	05/10/06	2.90	PREPARE DOCUMENTS FOR ATTORNEY REVIEW (1.2); UPDATE PLEADINGS FILES (1.7).
WORSCHECK TM	05/16/06	4.30	REVIEW CASE DOCKET AND UPDATE PLEADINGS INDEX RE: NEW FILES (0.6); UPDATE CASE ADMINISTRATION BINDERS (1.9); REVIEW DRAFT MAY 30, 2006 HEARING AGENDA AND COMPILE PLEADINGS RE: SAME (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WORSHECK TM	05/17/06	1.20	REVIEW CASE DOCKET AND UPDATE PLEADINGS INDEX RE: NEW FILES (0.8); COMPILE ADDITIONAL ADVERSARY CASE DOCUMENTS RE: MAY 30, 2006 (0.4).
WORSCHECK TM	05/18/06	2.60	REVIEW CASE DOCKET AND UPDATE PLEADINGS INDEX RE: NEW FILES (0.8); COMPILE PLEADINGS RE: MAY 30, 2006 HEARING AGENDA (1.8).
WORSCHECK TM	05/19/06	2.40	REVIEW CASE DOCKET AND UPDATE PLEADINGS INDEX RE: NEW FILES (0.6); COMPILE PLEADINGS RE: MAY 30, 2006 HEARING AGENDA (1.8).
WORSCHECK TM	05/23/06	2.40	PREPARE DOCUMENTS RE: ENTERED ORDERS FOR ATTORNEY REVIEW (0.6); UPDATE CASE ADMINISTRATION BINDERS (1.8).
WORSCHECK TM	05/24/06	2.60	PREPARE AND FILE DOCUMENTS RE: ORDER DRAFTS FOR ATTORNEY REVIEW (2.6).
WORSCHECK TM	05/25/06	2.50	PREPARE CASE LAW FOR MAY 30, 2006 HEARING (1.2); PREPARE DOCUMENTS RE: ENTERED ORDERS FOR ATTORNEY REVIEW (1.3).
WORSCHECK TM	05/26/06	0.80	PREPARE DOCUMENTS FOR ATTORNEY REVIEW (0.8).
		37.10	
Total Legal Assistant Support		53.10	

TOTAL TIME **514.00**

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Case Administration**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/22/06	Meisler RE	284.10
Air/Rail Travel - vendor feed	05/24/06	Meisler RE	118.10
Air/Rail Travel - vendor feed	05/26/06	Butler, Jr. J	844.89
Air/Rail Travel - vendor feed	05/28/06	Rosen R	744.28
Air/Rail Travel - vendor feed	05/28/06	Meisler RE	120.30
Air/Rail Travel - vendor feed	05/29/06	Meisler RE	737.06
Air/Rail Travel - vendor feed	05/29/06	Herriott AV	993.78
Air/Rail Travel - vendor feed	05/29/06	Wharton JN	737.06
Air/Rail Travel - vendor feed	05/30/06	Wharton JN	279.43
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$4,859.00
In-house Reproduction	05/02/06	Copy Center, D	219.80
In-house Reproduction	05/02/06	Copy Center, D	24.70
In-house Reproduction	05/05/06	Copy Center, D	1,268.82
In-house Reproduction	05/05/06	Copy Center, D	946.11
In-house Reproduction	05/09/06	Copy Center, D	1,058.41
In-house Reproduction	05/09/06	Copy Center, D	472.71
In-house Reproduction	05/12/06	Copy Center, D	3,996.66
In-house Reproduction	05/12/06	Copy Center, D	295.20
In-house Reproduction	05/16/06	Copy Center, D	43.60
In-house Reproduction	05/16/06	Copy Center, D	1,821.33
In-house Reproduction	05/19/06	Copy Center, D	150.30
In-house Reproduction	05/19/06	Copy Center, D	353.40
In-house Reproduction	05/23/06	Copy Center, D	167.31
In-house Reproduction	05/23/06	Copy Center, D	494.81
In-house Reproduction	05/26/06	Copy Center, D	902.91
In-house Reproduction	05/26/06	Copy Center, D	1,077.52

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/30/06	Copy Center, D	641.31
In-house Reproduction	05/30/06	Copy Center, D	224.10
		TOTAL IN-HOUSE REPRODUCTION	\$14,159.00
Telephone Expense	05/26/06	Telecommunications, D	12.93
Telephone Expense	05/26/06	Telecommunications, D	16.15
Telephone Expense	05/26/06	Telecommunications, D	0.26
Telephone Expense	05/26/06	Telecommunications, D	0.06
Telephone Expense	05/26/06	Telecommunications, D	0.03
Telephone Expense	05/26/06	Telecommunications, D	0.02
Telephone Expense	05/26/06	Telecommunications, D	3.83
Telephone Expense	05/26/06	Telecommunications, D	4.65
Telephone Expense	05/26/06	Telecommunications, D	0.07
		TOTAL TELEPHONE EXPENSE	\$38.00
Postage	05/04/06	Office Admin, D	14.00
		TOTAL POSTAGE	\$14.00
Lexis/Nexis	05/04/06	Cleary MA	19.45
Lexis/Nexis	05/08/06	Salazar AG	11.35
Lexis/Nexis	05/12/06	Demma J	11.10
Lexis/Nexis	05/24/06	Demma J	11.10
		TOTAL LEXIS/NEXIS	\$53.00
Westlaw	05/03/06	Toussi S	2,072.20
Westlaw	05/04/06	Toussi S	494.70
Westlaw	05/10/06	Toussi S	1,788.89
Westlaw	05/11/06	Toussi S	1,259.17
Westlaw	05/12/06	Bovshow B	259.08
Westlaw	05/12/06	Demma J	9.60
Westlaw	05/16/06	Toussi S	533.72
Westlaw	05/18/06	Toussi S	554.67
Westlaw	05/18/06	Peart NA	149.81
Westlaw	05/24/06	Demma J	28.76
Westlaw	05/25/06	Morris A	172.67
Westlaw	05/25/06	Rosen R	243.73

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL WESTLAW	\$7,567.00
Reproduction - color	05/08/06	Copy Center, D	21.00
		TOTAL REPRODUCTION - COLOR	\$21.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	34.56
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	7.48
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	17.96
		TOTAL VENDOR HOSTED TELECONFERENCING	\$60.00
Air/Rail Travel (external)	05/02/06	Butler, Jr. J	99.94
Air/Rail Travel (external)	05/04/06	Lyons JK	170.19
Air/Rail Travel (external)	05/07/06	Butler, Jr. J	99.94
Air/Rail Travel (external)	05/14/06	Butler, Jr. J	99.93
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$470.00
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	21.77
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	31.89
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	16.91
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	12.71
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	27.77
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	16.91
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.77
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	21.77
Messengers/ Courier	05/04/06	Dist Serv/Mail/Page, D	88.30
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	29.41

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	31.62
Messengers/ Courier	05/07/06	United Parcel Service	30.86
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	21.77
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	18.25
Messengers/ Courier	05/09/06	Dist Serv/Mail/Page, D	93.86
Messengers/ Courier	05/09/06	Dist Serv/Mail/Page, D	43.73
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	10.61
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	10.61
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	10.61
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	10.61
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	10.61
Messengers/ Courier	05/14/06	Comet Messenger Service	13.45
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	25.13
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/16/06	Dist Serv/Mail/Page, D	6.28
Messengers/ Courier	05/16/06	Dist Serv/Mail/Page, D	27.05
Messengers/ Courier	05/17/06	Dist Serv/Mail/Page, D	43.11
Messengers/ Courier	05/19/06	Dist Serv/Mail/Page, D	18.25
Messengers/ Courier	05/19/06	Dist Serv/Mail/Page, D	18.25
Messengers/ Courier	05/19/06	Dist Serv/Mail/Page, D	18.25
Messengers/ Courier	05/19/06	Dist Serv/Mail/Page, D	18.25
Messengers/ Courier	05/19/06	Dist Serv/Mail/Page, D	18.25
Messengers/ Courier	05/21/06	Arrow Messenger Svc	18.84
Messengers/ Courier	05/21/06	United Parcel Service	140.26
Messengers/ Courier	05/23/06	Dist Serv/Mail/Page, D	36.06
Messengers/ Courier	05/24/06	Dist Serv/Mail/Page, D	26.35
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	21.77
Messengers/ Courier	05/30/06	Dist Serv/Mail/Page, D	100.11

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL MESSENGERS/ COURIER	\$1,241.00
Court Reporting	05/15/06	Veritext New York Reporting Company L.L.	3,112.24
Court Reporting	05/17/06	Veritext New York Reporting Company L.L.	2,907.65
Court Reporting	05/23/06	Regency Reporting, Inc.	1,775.11
		TOTAL COURT REPORTING	\$7,795.00
OCR Processing	04/27/06	Peresiper R	11.00
		TOTAL OCR PROCESSING	\$11.00
Printing to paper from TIF	05/08/06	Copy Center, D	80.82
Printing to paper from TIF	05/08/06	Copy Center, D	810.88
Printing to paper from TIF	05/11/06	Copy Center, D	219.56
Printing to paper from TIF	05/15/06	Copy Center, D	148.68
Printing to paper from TIF	05/18/06	Copy Center, D	714.06
		TOTAL PRINTING TO PAPER FROM TIF	\$1,974.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	9.18
Wireless - Mobile/Cellular/Pager	04/15/06	Meisler RE	0.82
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$10.00
		TOTAL MATTER	\$38,272.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-5
SUPPLIER MATTERS
1,014.1 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Supplier Matters

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	02/01/06	4.10	REVIEW OF VARIOUS CONTRACT ASSUMPTION AGREEMENTS, TERM CHANGE AGREEMENTS AND OTHER SUPPLIER MATTERS (4.1).
LYONS JK	02/02/06	5.50	REVIEW OF VARIOUS FIRST DAY RELIEF REQUESTS (2.1); REVIEW AND DEVELOP STRATEGIES RE: CONTRACT ASSUMPTIONS (3.4).
LYONS JK	02/03/06	6.00	REVIEW AND REVISIONS TO ASSUMPTION AGREEMENTS (2.1); CONFERENCES WITH CLIENT AND SUPPLIER COUNSEL RE: THE SAME (2.5); REVIEW OF TERM CHANGE ISSUES (1.4).
LYONS JK	02/07/06	5.80	REVIEWED FIRST DAY RELIEF REQUESTS (3.2); REVIEW AND REVISIONS TO VARIOUS CONTRACT ASSUMPTION AGREEMENTS AND NEGOTIATIONS WITH COUNSEL (2.6).
LYONS JK	02/08/06	7.30	PREPARATIONS AND MEETINGS WITH SUPPLIERS INCLUDING TRW (2.1); TI AUTOMOTIVE (1.4); REVIEW OF CONTRACT ASSUMPTIONS INCLUDING REVISIONS TO ASSUMPTION AGREEMENTS AND CONFERENCES WITH COUNSEL AND CLIENT (3.4); REVIEW OF FIRST DAY RELIEF REQUESTS (0.4).
LYONS JK	02/09/06	6.40	REVIEW OF VARIOUS FIRST DAY RELIEF REQUESTS (2.3); REVIEW OF CONTRACT ASSUMPTION PROCEDURES MATTERS INCLUDING REVISIONS TO ASSUMPTION AGREEMENTS, NEGOTIATIONS WITH COUNSEL AND STRATEGIES FOR AGREEMENTS (4.1).
LYONS JK	02/10/06	9.90	REVIEW OF ATS AGREEMENT (0.4); VARIOUS CONTRACT ASSUMPTION AGREEMENTS AND REVISIONS (4.3); CONFERENCES WITH CLIENT RE: CONTRACT ASSUMPTIONS AND OTHER SUPPLIER MATTERS (2.1); REVIEW OF ASSIGNMENT OF PLEADINGS, CORRESPONDENCE FOR RESPONSE (3.1).
LYONS JK	02/12/06	3.50	REVIEW OF 1113 AMD GM REJECTION PLEADINGS RE: SUPPLIER ISSUES AND STRATEGIES (3.5).
LYONS JK	02/13/06	8.10	NEGOTIATIONS AND REVIEW OF AGREEMENTS RE: VARIOUS SUPPLIER ASSUMPTION REQUESTS (4.1), FIRST DAY ISSUES INCLUDING REVISIONS TO ESSENTIAL SUPPLIER ORDER (2.2), AND OTHER MATTERS INCLUDING TERM CHANGE ISSUES (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	02/14/06	6.30	REVIEW OF VARIOUS REQUESTS FOR PAYMENT UNDER FIRST DAY MOTIONS (1.6), CONTRACT ASSUMPTION MATTERS (1.2) AND NEGOTIATIONS AND REVIEW OF CONTRACT ASSUMPTION REQUESTS WITH VARIOUS SUPPLIERS (3.5).
LYONS JK	02/15/06	7.50	REVIEW OF CONTRACT ASSUMPTION AGREEMENTS (3.2), TERM CHANGES/DEPOSIT AGREEMENT ISSUES (0.6), STRATEGIES RE: SUPPLIER ISSUES IN LIGHT OF 1113 PROCESS AND OTHER POTEINETIAL DISRUPTIONS (3.7).
LYONS JK	02/16/06	3.40	REVIEW OF VARIOUS OPEN SUPPLIER MATTERS INCLUDING CONTRACT ASSUMPTIONS (0.4), TERM CHANGES (0.8) AND OTHER MATTERS (2.2).
LYONS JK	02/20/06	2.90	REVIEW OF VARIOUS CONTRACT ASSUMPTION ISSUES (1.8), TERM CHANGE MATTERS (0.2) AND COORDINATION OF TASKS RE: SUPPLIER RESPONSES (0.9).
LYONS JK	02/21/06	1.80	REVIEW OF VARIOUS CONTRACT ASSUMPTION ISSUES (0.5) AND DEVELOPED STRATEGIES RE: ASSUMPTIONS WITH PARTICULAR SUPPLIERS (1.3).
LYONS JK	02/22/06	7.50	REVIEW OF DEPOSIT AGREEMENT, TERM CHANGES AND RELATED ISSUES (1.6); REVISIONS TO ESSENTIAL SUPPLIER ORDER AND CONFERENCE WITH M. BROUDE RE: THE SAME (2.1); REVIEW OF RESPONSE TO CARTER LENDERS (0.4); DEVELOPED SUPPLIER STRATEGIES RE: TRAM, TRW, TYCO AND OTHERS (3.4).
LYONS JK	02/23/06	4.90	REVIEW OF VARIOUS SUPPLIER ASSUMPTION REQUESTS AND CONFERENCES WITH OPPOSING COUNSEL INCLUDING TYCO, TRAM, AND OTHERS (3.4) AND CONFERENCE AND REVISIONS RE: ESSENTIAL SUPPLIER ORDER (1.5).
LYONS JK	02/24/06	5.70	REVIEW OF VARIOUS CONTRACT ASSUMPTION AND TERM CHANGE MATTERS INCLUDING TRW, TYCO, AND OTHERS AND CALLS RE: THE SAME (3.8) AND REVISIONS TO ESSENTIAL SUPPLIER ORDER AND OTHER PAYMENT REQUEST MATTERS (1.9).
LYONS JK	02/27/06	4.50	REVIEW OF VARIOUS CONTRACT ASSUMPTION MATTERS INCLUDING DANVILLE, TRW AND TYCO AND CONFERENCES RE: THE SAME (4.5).
LYONS JK	02/28/06	7.10	REVIEW OF REQUESTS TO PAY FOREIGN VENDORS, LIEN CLAIMANTS AND CONTRACT ASSUMPTION ISSUES (3.9); REVIEW OF CONTRACT ASSUMPTION AND PAYMENT TERM AGREEMENTS (3.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	02/06/06	0.10	CORRESPONDENCE RE: NOMA COMPANY SETOFF (0.1).
MARAFIOTI KA	02/08/06	0.50	ANALYZE GOVERNMENT CONTRACT AND SUBCONTRACT ISSUES (0.5).
MARAFIOTI KA	02/22/06	0.90	REVIEW FLEXTRONICS STIPULATION (0.8) AND TELECONFERENCE WITH B. ROSENBERG RE: SAME (0.1).
		1.50	
Total Partner		109.70	
MATZ TJ	02/01/06	0.30	REVIEW APPELERA CORPORATION MOTION FOR SETOFF (0.2); CORRESPONDENCE WITH TOGUT SEGAL RE: SAME (0.1).
MATZ TJ	02/03/06	0.40	FOLLOW UP WORK RE: FORM POTENTIAL LIEN ADVERSARIES (0.4).
MATZ TJ	02/08/06	0.50	FINALIZING AMENDMENTS TO ESSENTIAL SUPPLIER ORDER (0.3); FOLLOW UP WORK RE: SAME (0.2).
MATZ TJ	02/20/06	0.20	WORK ON SET OFF MATTER (0.2).
MATZ TJ	02/22/06	1.70	REVIEW REVISED FLEXTRONICS SETOFF AND STIPULATION (0.3); FOLLOW UP WORK RE: FLEXTRONICS PAYMENT, SET OFF AND STIPULATION (0.8); CONTINUING WORK ON FLEXTRONICS SETOFF AND STIPULATION (0.6).
MATZ TJ	02/23/06	0.60	WORK ON SET OFF MATTER RE: FLEXTRONICS (0.6).
		3.70	
Total Counsel		3.70	
HERRIOTT AV	02/01/06	0.50	RESPOND TO SUPPLIER QUESTION (0.2); DRAFT LETTER TO SUPPLIER (0.3).
HERRIOTT AV	02/02/06	1.90	REPOOND TO NUMEROUS SUPPLIER QUESTIONS(1.8); UPDATE CHART OF SUPPLIER ASSUMPTION AGREEMENT RESPONSES (0.1).
HERRIOTT AV	02/03/06	2.80	DRAFT ASSUMPTION AGREEMENT FOR SUPPLIER (2.2); RESPOND TO MISCELLANEOUS SUPPLIER QUESTIONS (0.4); REVIEW RESEARCH RE: SUPPLIER QUESTION (0.1); UPDATE SUPPLIER ASSUMPTION AGREEMENT CHART (0.1).
HERRIOTT AV	02/06/06	1.20	TELECONFERENCE WITH M. KHAMBATI RE: SUPPLIER MATTER (0.3); FOLLOW UP RE: SAME (0.1); COMPILE NOTICES FOR SUPPLIER ASSUMPTION AGREEMENT MOTION (0.1); EVALUATE RESEARCH RE: SUPPLIER QUESTION ABOUT DEBTOR ENTITY (0.7).

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HERRIOTT AV	02/08/06	0.70	REVISE SUPPLIER ASSUMPTION AGREEMENT (0.3); REVIEW AND RESPOND TO SUPPLIER QUESTIONS (0.2); CONFERENCE WITH D. ARONSON RE: SAME (0.2).
HERRIOTT AV	02/10/06	0.30	RESPOND TO QUESTIONS FROM SUPPLIERS RE: VARIOUS ISSUES (0.3).
HERRIOTT AV	02/24/06	0.20	REVIEW SUPPLIER MATTERS ONGOING IN CASE (0.2).
HERRIOTT AV	02/27/06	0.60	ASSIST DELPHI IN MEMORIALIZING PARTICULAR AGREEMENTS WITH SUPPLIERS (0.4); RESPOND TO QUESTION RE: FOREIGN SUPPLIER SETTLEMENT AGREEMENT (0.2).
HERRIOTT AV	02/28/06	1.00	RESPOND TO LBQ'S QUERY RE: PAYMENT UNDER FOREIGN SUPPLIER ORDER (0.2); CONFERENCE WITH W. HANLON RE: SAME (0.1); ASSIST COMPANY IN MEMORIALIZING SUPPLIER AGREEMENTS (0.7).
		9.20	
MEISLER RE	02/01/06	0.30	REVIEWED AND COMMENTED ON AMENDED ESSENTIAL SUPPLIERS ORDER (0.3).
MEISLER RE	02/02/06	0.40	ATTENTION TO SUPPLIER MOTIONS AND POTENTIAL OBJECTIONS TO SAME (0.4).
MEISLER RE	02/06/06	0.70	TELECONFERENCE WITH K. CRAFT RE: SUPPLIER MATTERS (0.3); ATTENTION TO LBQ AND ARAMARK MOTIONS (0.4).
MEISLER RE	02/07/06	0.60	DRAFTED RIDER FOR CONSENT TO ASSIGNMENT BY A SUPPLIER TO A THIRD PARTY WITH LANGUAGE TO ACKNOWLEDGE RESERVATION OF RIGHTS UNDER SECTION 365 (0.3); ATTENTION TO ESSENTIAL SUPPLIERS AND FOREIGN VENDORS ORDER (0.3).
MEISLER RE	02/09/06	0.90	TELECONFERENCE WITH K. CRAFT RE: SUPPLIER MATTERS (0.3); ANALYSIS OF SAME (0.3); TELECONFERENCE WITH T. MATZ RE: SAME (0.3).
MEISLER RE	02/15/06	1.60	TELECONFERENCE WITH K. CRAFT RE: PBR (0.1); DRAFTED OUTLINE FOR T. LEWIS AND K. CRAFT RE: PBR (1.5).
MEISLER RE	02/21/06	1.70	TELECONFERENCE WITH J. HARRINGTON RE: SUPPLIER CONCERNS (0.3); TELECONFERENCE WITH D. DRAGICH RE: PBR (0.2); REVIEWED DOCUMENTS RE: SAME (0.5); REVIEWED CORRESPONDENCE RE: SAME (0.3); TELECONFERENCE WITH K. CRAFT RE: VARIOUS SUPPLIER CONCERNS (0.4).

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MEISLER RE	02/28/06	0.40	ATTENTION TO SUPPLIER MATTERS (0.2); TELECONFERENCE WITH T. LEWIS RE: PBR (0.2).
		6.60	
MICHELI MJ	02/01/06	0.10	TELECONFERENCE WITH M. BACH RE: GE SUPPLY CHAIN (0.1).
MICHELI MJ	02/02/06	0.10	TELECONFERENCE WITH J. MALESKY RE: GOVERNMENT FUNDED PROGRAMS (0.1).
MICHELI MJ	02/03/06	0.30	TELECONFERENCE WITH K. CRAFT RE: SUPPLIER LETTER RE: COURSE OF PERFORMANCE GOING FORWARD (0.2); REVIEW LETTER RE: SAME (0.1).
MICHELI MJ	02/06/06	0.70	CORRESPONDENCE WITH J. MALESKY RE: GOVERNMENT FUNDS AND PROPERTY OF THE ESTATE (0.1); BEGAN DRAFTING MOTION RE: SAME (0.3); TELECONFERENCE WITH J. MALESKY RE: SAME (0.3).
MICHELI MJ	02/07/06	5.20	IN CONNECTION WITH GOVERNMENT FUNDED PROGRAMS, CONTINUED RESEARCH RE: FEDERAL FUNDS AND PROPERTY OF THE ESTATE (0.5); CONTINUED DUE DILIGENCE OF CONTRACTS IN CONECTION WITH GOVERNMENT FUNDED PROGRAMS (3.9); CONTINUED DRAFTING MOTION RE: SAME (0.8).
MICHELI MJ	02/08/06	7.90	IN CONNECTION WITH GOVERNMENT FUNDED PROGRAMS, CONTINUED RESEARCH RE: FEDERAL FUNDS AND PROPERTY OF THE ESTATE (1.4); CONTINUED DUE DILIGENCE REVIEW OF CONTRACTS GOVERNING GOVERNMENT FUNDED PROGRAMS (0.4); DRAFTED CORRESPONDENCE WITH J. MALESKY RE: SAME (0.2); MEETING WITH K. MARAFIOTI RE: SAME (0.4); DRAFTED MEMO RE: SAME (5.5).
MICHELI MJ	02/09/06	6.30	CORRESPONDENCE WITH J. MALESKY RE: GOVERNMENT FUNDED PROGRAMS AND COTRACTS RELATED THERETO (0.6); IN CONNECTION WITH GOVERNMENT FUNDED PROGRAMS, CONTINUED RESEARCH RE: DEPARTMENT OF ENERGY AND TRANSPORTATION REGULATIONS GOVERNING THE FEDERAL PROGRAMS (1.5); CONTINUED DRAFTING MEMO RE: NEW RESEARCH (3.5); CONTINUED REVISIONS TO MEMO (0.7).
MICHELI MJ	02/10/06	0.70	CONTINUED REVISIONS TO MEMO IN CONNECTION WITH GOVERNMENT FUNDED PROGRAMS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/15/06	1.60	REVIEW OF CORRESPONDENCE RE: PBR MEETING SUMMARY (0.1); BEGAN DRAFTING CORRESPONDENCE TO K. CRAFT RE: SAME (0.4); CONTINUED TO REVISIONS OF MEETING SUMMARY (0.6); MEETING WITH J. MALESKY RE: GOVERNMENT FUNDED PROGRAMS AND PROPERTY OF THE ESTATES (0.5).
MICHELI MJ	02/17/06	0.30	REVIEW STATUS OF MEMO RE: GOVERNMENT FUNDED PROGRAMS AND PROPERTY OF THE ESTATES (0.3).
MICHELI MJ	02/28/06	0.40	REVIEW ESPEC PAYMENT ISSUES (0.2); CORRESPONDENCE WITH K. MARAFIOTI RE: MEMO ON GOVERNMENT FUNDED PROGRAMS AND PROPERTY OF THE ESTATES (0.2).
		23.60	
REESE RG	02/01/06	3.40	PARTICIPATE IN CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.2); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.2).
REESE RG	02/02/06	8.80	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.9); FOLLOW UP RE: LBQ MOTION (0.9); DISCUSSION WITH ARAMARK'S COUNSEL (0.3).
REESE RG	02/03/06	3.10	PARTICIPATE IN CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (0.6); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.2); TELECONFERENCE WITH LBQ'S COUNSEL (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	02/06/06	10.40	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (3.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.6); TELECONFERENCE WITH ARAMARK'S COUNSEL RE: MOTION (0.4); DRAFT PROPOSED AGREED ORDER (0.7).
REESE RG	02/07/06	7.10	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.3); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.1); TELECONFERENCE WITH COUNSEL TO ARAMARK (0.3); REVISE DRAFT AGREED ORDER (0.4).
REESE RG	02/08/06	6.70	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.3); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.6); COMMUNICATIONS WITH ARAMARK'S COUNSEL (0.6); COMMUNICATIONS WITH LBQ'S COUNSEL (0.2).
REESE RG	02/09/06	11.70	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.9); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.3); LEGAL RESEARCH RE: SUPPLIER ISSUES (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	02/10/06	7.20	PARTICIPATE IN CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.9); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.3).
REESE RG	02/13/06	6.20	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.5); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.7).
REESE RG	02/14/06	8.10	DRAFT PORTION OF MEMORANDUM OF LAW ADDRESSING SUPPLIER CONCESSIONS (0.9); PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.8); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.4).
REESE RG	02/15/06	8.20	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (3.4); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.8).
REESE RG	02/16/06	7.00	PARTICIPATE IN CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	02/17/06	5.20	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.9); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.3).
REESE RG	02/20/06	6.40	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.3); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.1).
REESE RG	02/21/06	8.40	PARTICIPATE IN MEETINGS, TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (3.5); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.9).
REESE RG	02/22/06	4.80	PARTICIPATE IN CALLS AND TELECONFERENCES AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.1).
REESE RG	02/23/06	7.90	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	02/24/06	6.40	PARTICIPATE IN TELECONFERENCES AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.2); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.2).
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REESE RG	02/25/06	0.60	REVIEW OF ISSUES RELATED TO CORRESPONDENCE ON SUPPLIER MATTERS (0.2); EMAILS RE: SUPPLIER-RELATED ISSUES (0.4).
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127.60

STUART NL	02/02/06	2.20	DISCUSSION WITH M. DENSMORE RE: PAYMENTS RE: PREPETITION SALE (0.3); RESEARCH RE: SAME (1.9).
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STUART NL	02/23/06	4.10	DRAFT LETTER TO GM RE: EXPIRING NILES CONTRACTS (4.1).
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STUART NL	02/24/06	7.90	REVIEW AND REVISE NILES LETTER (0.6); BEGIN DRAFTING MEMO RE: NILES MATTER (4.4); REVIEW VARIOUS LETTERS, MEMOS AND CORRESPONDENCE RE: SAME (2.9).
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14.20

Total Associate

181.20

RIVERA M	02/01/06	2.90	UPDATE CORRESPONDENCE FILES (1.0); DOCKET PLEADINGS (1.9)
RIVERA M	02/02/06	4.00	REVIEW AND CODE CORRESPONDENCE (2.4); UPDATE CORRESPONDENCE FILES (0.7); DOCKET PLEADINGS (0.9)
RIVERA M	02/03/06	4.00	REVIEW AND CODE CORRESPONDENCE (2.7); UPDATE CORRESPONDENCE FILES (0.3); DOCKET PLEADINGS (1.0)
RIVERA M	02/06/06	2.90	PREPARE AND CODE CORRESPONDENCE FOR DATABASE (2.1); DOCKET PLEADINGS (0.8)
RIVERA M	02/07/06	2.10	DOCKET PLEADINGS (1.4); UPDATE CORRESPONDENCE FILES (0.2); ASSIST WITH UPDATE OF CASE ADMINISTRATION BINDERS (0.5)
RIVERA M	02/08/06	3.70	PREPARE AND CODE CORRESPONDENCE FOR DATABASE (2.5); DOCKET PLEADINGS (1.2)
RIVERA M	02/09/06	1.80	DOCKET PLEADINGS (1.8)
RIVERA M	02/10/06	1.50	DOCKET PLEADINGS (1.5)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

RIVERA M	02/13/06	3.50	PREPARE AND CODE CORRESPONDENCE FOR DATABASE (2.5); DOCKET PLEADINGS (1.0).
RIVERA M	02/14/06	1.00	DOCKET PLEADINGS (1.0).
RIVERA M	02/15/06	1.50	DOCKET PLEADINGS (1.5).
RIVERA M	02/16/06	3.90	PREPARE AND CODE CORRESPONDENCE FOR DATABASE (2.5); DOCKET PLEADINGS (1.4).
RIVERA M	02/17/06	1.90	DOCKET PLEADINGS (1.9).
RIVERA M	02/20/06	1.50	DOCKET PLEADINGS (1.5).
RIVERA M	02/21/06	1.60	DOCKET PLEADINGS (1.6).
RIVERA M	02/22/06	1.20	DOCKET PLEADINGS (1.2).
RIVERA M	02/23/06	2.20	PREPARE AND CODE CORRESPONDENCE FOR DATABASE (2.2).
RIVERA M	02/24/06	1.40	DOCKET PLEADINGS (1.4).
RIVERA M	02/27/06	3.40	PREPARE AND CODE CORRESPONDENCE FOR DATABASE (2.4); DOCKET PLEADINGS (1.0).
RIVERA M	02/28/06	1.20	DOCKET PLEADINGS (1.2).
		47.20	
Total Legal Assistant Support		47.20	

TOTAL TIME **341.80**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Supplier Matters**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/07/06	Reese RG	593.80
Air/Rail Travel - vendor feed	02/13/06	Reese RG	601.52
Air/Rail Travel - vendor feed	02/19/06	Reese RG	541.06
Air/Rail Travel - vendor feed	02/27/06	Lyons JK	528.62
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,265.00
In-house Reproduction	02/17/06	Copy Center, D	27.00
		TOTAL IN-HOUSE REPRODUCTION	\$27.00
Telephone Expense	02/24/06	Telecommunications, D	7.59
Telephone Expense	02/24/06	Telecommunications, D	8.25
Telephone Expense	02/24/06	Telecommunications, D	0.16
		TOTAL TELEPHONE EXPENSE	\$16.00
Lexis/Nexis	02/01/06	De Elizalde D	385.27
Lexis/Nexis	02/07/06	Saindon SR	326.56
Lexis/Nexis	02/07/06	De Elizalde D	95.91
Lexis/Nexis	02/12/06	De Elizalde D	627.49
Lexis/Nexis	02/13/06	De Elizalde D	95.91
Lexis/Nexis	02/20/06	De Elizalde D	156.86
		TOTAL LEXIS/NEXIS	\$1,688.00
Westlaw	02/06/06	Reese RG	80.22
Westlaw	02/08/06	Micheli MJ	47.03
Westlaw	02/09/06	Reese RG	217.66
Westlaw	02/10/06	Reese RG	27.69
Westlaw	02/13/06	Ziegler VE	251.92
Westlaw	02/15/06	Reese RG	329.44
Westlaw	02/23/06	Reese RG	183.91
Westlaw	02/24/06	Reese RG	95.13
		TOTAL WESTLAW	\$1,233.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/01/06	Reese RG	638.42
Out-of-Town Travel	02/02/06	Reese RG	141.99
Out-of-Town Travel	02/02/06	Reese RG	202.26
Out-of-Town Travel	02/02/06	Reese RG	400.93
Out-of-Town Travel	02/03/06	Reese RG	376.47
Out-of-Town Travel	02/07/06	Reese RG	17.75
Out-of-Town Travel	02/10/06	Reese RG	82.00
Out-of-Town Travel	02/10/06	Reese RG	239.37
Out-of-Town Travel	02/10/06	Reese RG	627.87
Out-of-Town Travel	02/10/06	Reese RG	14.03
Out-of-Town Travel	02/13/06	Reese RG	931.07
Out-of-Town Travel	02/17/06	Reese RG	408.67
Out-of-Town Travel	02/17/06	Reese RG	105.99
Out-of-Town Travel	02/22/06	Reese RG	82.00
Out-of-Town Travel	02/22/06	Reese RG	292.86
Out-of-Town Travel	02/22/06	Reese RG	617.32
		TOTAL OUT-OF-TOWN TRAVEL	\$5,179.00
Out-of-Town Meals	02/01/06	Reese RG	7.12
Out-of-Town Meals	02/01/06	Reese RG	10.01
Out-of-Town Meals	02/02/06	Reese RG	7.29
Out-of-Town Meals	02/03/06	Reese RG	6.79
Out-of-Town Meals	02/03/06	Reese RG	7.15
Out-of-Town Meals	02/03/06	Reese RG	31.20
Out-of-Town Meals	02/07/06	Reese RG	20.69
Out-of-Town Meals	02/07/06	Reese RG	4.23
Out-of-Town Meals	02/08/06	Reese RG	5.69
Out-of-Town Meals	02/09/06	Micheli MJ	45.00
Out-of-Town Meals	02/09/06	Reese RG	12.14
Out-of-Town Meals	02/09/06	Reese RG	3.92
Out-of-Town Meals	02/10/06	Reese RG	72.76
Out-of-Town Meals	02/10/06	Reese RG	2.85
Out-of-Town Meals	02/10/06	Reese RG	12.14
Out-of-Town Meals	02/10/06	Reese RG	6.14
Out-of-Town Meals	02/13/06	Reese RG	86.77

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/13/06	Reese RG	24.71
Out-of-Town Meals	02/14/06	Reese RG	4.19
Out-of-Town Meals	02/15/06	Reese RG	5.14
Out-of-Town Meals	02/15/06	Reese RG	25.81
Out-of-Town Meals	02/15/06	Reese RG	9.97
Out-of-Town Meals	02/16/06	Reese RG	6.14
Out-of-Town Meals	02/16/06	Reese RG	10.44
Out-of-Town Meals	02/19/06	Reese RG	22.00
Out-of-Town Meals	02/19/06	Reese RG	2.97
Out-of-Town Meals	02/20/06	Reese RG	34.62
Out-of-Town Meals	02/20/06	Reese RG	7.94
Out-of-Town Meals	02/20/06	Reese RG	8.09
Out-of-Town Meals	02/21/06	Reese RG	9.25
Out-of-Town Meals	02/21/06	Reese RG	16.32
Out-of-Town Meals	02/21/06	Reese RG	5.99
Out-of-Town Meals	02/22/06	Reese RG	2.85
Out-of-Town Meals	02/22/06	Reese RG	4.77
Out-of-Town Meals	02/22/06	Reese RG	5.99
Out-of-Town Meals	02/22/06	Reese RG	24.92
		TOTAL OUT-OF-TOWN MEALS	\$574.00
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	3.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$3.00
		TOTAL MATTER	\$10,985.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Supplier Matters

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/04/06	0.70	PREPARE FOR (0.2) AND PARTICIPATE IN TELECONFERENCE WITH (0.4) J. SHEEHAN, S. CORCORAN AND K. CRAFT RE: BEHR CONTESTED HEARING; REVIEW STATUS OF ESSENTIAL SUPPLIER AND FOREIGN CREDITOR FINAL ORDERS (0.1).
BUTLER, JR. J	03/06/06	0.40	PREPARE FOR (0.2) AND ATTEND MEETINGS (0.2) AT COMPANY WITH J. SHEEHAN, S. CORCORAN AND K. CRAFT RE BEHR CONTESTED HEARING.
		1.10	
LYONS JK	03/01/06	3.00	REVIEW OF VARIOUS SUPPLIER TERM SHEET AND SETTLEMENT ISSUES INCLUDING TRW, TYCO AND OTHERS AND ANALYZED AND RESPONDED TO THE SAME (3.0).
LYONS JK	03/02/06	2.40	REVIEW AND REVISIONS TO TYCO ASSUMPTION AGREEMENT AND OTHER AGREEMENTS AND CONFERENCE WITH CLIENT RE: THE SAME (2.4).
LYONS JK	03/03/06	3.50	REVIEW AND RESPONSE TO VARIOUS SUPPLIER MATTERS INCLUDING PAYMENT TERMS ISSUES, TYCO AND OTHER MATTERS (3.5).
LYONS JK	03/06/06	6.70	REVISIONS TO ESSENTIAL SUPPLIER ORDER AND FOREIGN VENDOR ORDERS (2.1); REVIEW AND RESPONSE TO VARIOUS ASSUMPTION AGREEMENTS, TERMS AGREEMENTS AND OTHER MATTERS (4.6).
LYONS JK	03/07/06	2.50	REVIEW OF ASSUMPTION AGREEMENTS AND DISCUSSIONS WITH COUNSEL AND REVIEW OF OTHER SUPPLIER MATTERS (2.5).
LYONS JK	03/08/06	3.30	REVIEW OF VARIOUS ASSUMPTION ISSUES, PAYMENT TERMS ISSUES, AND OTHER SUPPLIER MATTERS (3.3).
LYONS JK	03/09/06	2.70	REVIEW OF VARIOUS ASSUMPTION ISSUES AND AGREEMENTS (1.1) AND FIRST DAY RELIEF REQUESTS (1.6).
LYONS JK	03/10/06	1.20	REVIEW OF VARIOUS SUPPLIER MATTERS INCLUDING PAYMENT TERM AGREEMENTS AND ASSUMPTION ISSUES (1.2).
LYONS JK	03/13/06	1.80	REVIEW AND RESPONSE TO VARIOUS SUPPLIER QUESTIONS AND AGREEMENTS (1.8).
LYONS JK	03/14/06	2.20	REVIEW AND RESPONSE TO VARIOUS SUPPLIER MATTERS INCLUDING PAYMENT TERM ISSUES IN LIGHT OF DANA CHAPTER 11 CASE (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	03/15/06	2.10	REVIEW OF VARIOUS SUPPLIER MATTERS INCLUDING TYCO AND OTHERS AND PAYMENT TERM STRATEGIES (2.1).
LYONS JK	03/16/06	3.20	REVIEW OF VARIOUS ASSUMPTION REQUESTS, FIRST DAY PAYMENT REQUESTS AND RESPONSES TO THE SAME (3.2).
LYONS JK	03/17/06	4.70	REVIEW AND REVISIONS TO VARIOUS CONTRACT ASSUMPTION PROPOSALS AND FINALIZATION OF NILES/GM/DELPHI TERM SHEET (4.7).
LYONS JK	03/20/06	4.30	PARTICIPATION IN SEVERAL VENDOR CALLS AND REVIEW OF ASSUMPTION AGREEMENTS AND OTHER MATTERS (4.3).
LYONS JK	03/21/06	5.40	REVIEW OF VARIOUS FIRST DAY REQUESTS, CONTRACT ASSUMPTION NEGOTIATIONS AND STRATEGIES, REVIEW OF AGREEMENTS, AND OTHER SUPPLIER MATTERS (5.4).
LYONS JK	03/22/06	5.80	REVIEW OF VARIOUS SUPPLIER FIRST DAY REQUESTS, CONTRACT ASSUMPTION MATTERS, PAYMENT TERMS STRATEGIES, CONFERENCES WITH COUNSEL RE: CONTRACT ASSUMPTIONS AND OTHER SUPPLIERS MATTERS (5.8).
LYONS JK	03/23/06	4.10	REVIEW OF VARIOUS FIRST DAY RELIEF REQUESTS, CONTRACT ASSUMPTION MATTERS, AND OTHER SUPPLIER ISSUES (4.1).
LYONS JK	03/24/06	3.80	REVIEW OF VARIOUS SUPPLIER ASSUMPTION REQUESTS AND FINALIZATION OF THE NILES/GM/DELPHI TERM SHEET AND PRESENTATION TO THE PANEL (3.8).
LYONS JK	03/29/06	2.10	REVIEW AND RESPONSES TO SEVERAL SUPPLIER REQUESTS (2.1).
LYONS JK	03/31/06	2.10	REVIEW AND RESPONSES TO SEVERAL SUPPLIER MATTERS (2.1).
		66.90	
Total Partner		68.00	
MATZ TJ	03/03/06	0.90	WORK ON AMENDED FINAL ESSENTIAL SUPPLIER ORDER AND FOREIGN CREDITORS ORDER (0.8); FORWARD SAME TO M. BRONDI (0.1).
MATZ TJ	03/20/06	0.50	REVIEW CHART FOR U.S. TRUSTEE RE: FIRST DAY ORDERS DISBURSEMENTS (0.3) AND FOLLOW UP WITH FTI RE: SAME (0.2).
		1.40	
Total Counsel		1.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	03/29/06	7.50	REVIEW RELEVANT CORRESPONDENCE RE: AN EXISTING ADMINISTRATIVE FREEZE PLACED ON ACCOUNTS PAYABLE BY CREDITOR (3.2); DRAFT A LETTER TO A CREDITOR RE: AN EXISTING ADMINISTRATIVE FREEZE (4.3).
DIAZ LB	03/30/06	1.90	REVIEW RELEVANT CORRESPONDENCE RE: AN EXISTING ADMINISTRATIVE FREEZE PLACED ON ACCOUNTS PAYABLE BY A CREDITOR (1.9).
		9.40	
HERRIOTT AV	03/01/06	1.00	RESPOND TO SUPPLIER CONCERNS (0.6); DRAFT SAAP LETTER (0.4).
HERRIOTT AV	03/02/06	2.60	CONFERENCE WITH T. SELIGSON (0.2), K. SCHAA (0.2) RE: MULTIPLE SUPPLIER MATTERS; RESEARCH AND RESPOND RE: SAME (2.2).
HERRIOTT AV	03/03/06	0.50	RESEARCH AND RESOLVE PARTICULAR SUPPLIER MATTER (0.5).
HERRIOTT AV	03/06/06	0.50	REVIEW AND RESPOND TO SEVERAL SUPPLIER ISSUES (0.5).
HERRIOTT AV	03/08/06	0.20	RESPOND TO CORRESPONDENCE FROM SUPPLIER (0.2).
HERRIOTT AV	03/10/06	0.10	REVIEW ASSUMPTION AGREEMENT (0.1).
HERRIOTT AV	03/24/06	0.10	RESPOND TO SUPPLIER QUESTION (0.1).
HERRIOTT AV	03/27/06	0.40	RESPOND TO SUPPLIER QUESTION (0.4).
		5.40	
MEISLER RE	03/01/06	0.20	REVIEW DOCUMENTATION RE: SUPPLIER REQUESTS (0.2).
MEISLER RE	03/02/06	0.60	TELECONFERENCE WITH K. CRAFT RE: SATELLITE RADIO (0.2); CONFERENCE WITH K. CRAFT RE: SUPPLIERS (0.2); TELECONFERENCE WITH D. DRAGICH RE: PBR (0.2).
MEISLER RE	03/05/06	0.20	DRAFT CORRESPONDENCE TO K. CRAFT RE: SUPPLIER MATTERS (0.2).
MEISLER RE	03/07/06	0.90	CONTINUE DRAFTING CORRESPONDENCE TO K. CRAFT RE: SUPPLIER MATTERS (0.9).
MEISLER RE	03/08/06	1.30	CONTINUE ATTENTION TO SUPPLIER MATTERS (1.3).
MEISLER RE	03/09/06	0.10	ATTENTION TO TADITEL INQUIRY (0.1).
MEISLER RE	03/14/06	0.50	TELECONFERENCE WITH K. CRAFT RE: SUPPLIER MATTERS (0.2); REVIEW DANA PLEADINGS RE: ORDER TO SHOW CAUSE AND TRO GRANTED (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/28/06	0.30	TELECONFERENCE WITH K. CRAFT RE: COMMERCIAL TRANSACTION AND POTENTIAL SETTLEMENT (0.2); ANALYSIS RE: SAME (0.1).
MEISLER RE	03/29/06	2.50	REVIEW AND ANALYZE SETTLEMENTS (1.5); CONFERENCE WITH H. ZALTZMAN RE: SAME (1.0).
		6.60	
REESE RG	03/04/06	0.40	ATTENTION TO ASSUMPTION ISSUES RE: SUPPLIER (0.4).
REESE RG	03/06/06	7.60	PARTICIPATE IN CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (3.9); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.7).
REESE RG	03/07/06	4.90	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.2); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.7).
REESE RG	03/08/06	5.60	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.9).
REESE RG	03/09/06	6.90	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.8); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/10/06	5.10	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.2); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.9).
REESE RG	03/13/06	4.60	PARTICIPATE IN CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.3); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.3).
REESE RG	03/14/06	6.40	TELECONFERENCES RE: SUPPLIER ASSUMPTION AND OTHER ISSUES (3.6); DRAFTING AGREEMENTS AND REVISING DOCUMENTS RE: SUPPLIER ISSUES (2.8).
REESE RG	03/15/06	2.80	REVIEW AND RESPOND TO VARIOUS DOCUMENTS AND CORRESPONDENCE RE: SUPPLIER ISSUES (1.7); TELEPHONE DISCUSSIONS RE: SAME (1.1).
REESE RG	03/16/06	1.40	REVIEW AND RESPOND TO MULTIPLE SUPPLIER-RELATED ISSUES (1.4).
REESE RG	03/17/06	1.50	RESPOND TO CALLS AND CORRESPONDENCE RE: VARIOUS SUPPLIER-RELATED ISSUES (0.9); REVIEW DOCUMENTS RE: SAME (0.6).
REESE RG	03/20/06	4.00	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/21/06	5.20	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.4); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.8) .
REESE RG	03/22/06	6.60	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (3.0); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.6) .
REESE RG	03/23/06	6.70	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (3.9); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.8) .
REESE RG	03/24/06	8.30	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.7); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.6) .
REESE RG	03/27/06	6.90	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.1); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.8) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/28/06	7.30	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (2.8); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.5) .
REESE RG	03/29/06	7.80	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.6); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.2) .
REESE RG	03/30/06	7.10	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.9); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.2) .
REESE RG	03/31/06	2.40	PARTICIPATE IN MEETINGS, CALLS AND CONFERENCE CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES, SUPPLIER BUSINESS PERSONNEL AND SUPPLIER LEGAL REPRESENTATIVES (1.1); DRAFT, REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO SUPPLIER TERM CHANGES, PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (1.3) .
		109.50	
STUART NL	03/02/06	1.20	REVIEW ICX INVOICES WITH RESPECT TO PRE AND POSTPETITION PAYMENTS (1.2) .
STUART NL	03/03/06	1.30	CONTINUE TO REVIEW ICX INVOICES (1.3) .
STUART NL	03/21/06	1.20	REVIEW ICX INVOICES (0.3); TELECONFERENCE WITH CLIENT RE: PRE AND POST PETITION PAYMENTS TO ICX (0.9) .
STUART NL	03/22/06	0.70	CONTINUE DISCUSSIONS WITH CLIENT RE: ICX PAYMENT MATTERS (0.7) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	03/27/06	0.90	RESOLVE ICX PAYMENT MATTERS (0.9) .
		5.30	
Total Associate		136.20	
TOTAL TIME		<u>205.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Supplier Matters**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/06/06	Reese RG	686.84
Air/Rail Travel - vendor feed	03/07/06	Lyons JK	324.41
Air/Rail Travel - vendor feed	03/09/06	Lyons JK	453.34
Air/Rail Travel - vendor feed	03/14/06	Lyons JK	417.40
Air/Rail Travel - vendor feed	03/14/06	Reese RG	579.90
Air/Rail Travel - vendor feed	03/14/06	Lyons JK	-372.40
Air/Rail Travel - vendor feed	03/14/06	Reese RG	-579.90
Air/Rail Travel - vendor feed	03/15/06	Lyons JK	641.84
Air/Rail Travel - vendor feed	03/17/06	Lyons JK	252.10
Air/Rail Travel - vendor feed	03/19/06	Reese RG	830.63
Air/Rail Travel - vendor feed	03/19/06	Reese RG	-389.73
Air/Rail Travel - vendor feed	03/21/06	Lyons JK	824.47
Air/Rail Travel - vendor feed	03/23/06	Reese RG	96.16
Air/Rail Travel - vendor feed	03/23/06	Reese RG	-51.16
Air/Rail Travel - vendor feed	03/27/06	Reese RG	677.54
Air/Rail Travel - vendor feed	03/27/06	Reese RG	-380.44
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$4,011.00
Telephone Expense	03/31/06	Telecommunications, D	5.11
Telephone Expense	03/31/06	Telecommunications, D	5.74
Telephone Expense	03/31/06	Telecommunications, D	0.13
Telephone Expense	03/31/06	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$11.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	03/06/06	De Elizalde D	95.88
Lexis/Nexis	03/07/06	De Elizalde D	249.46
Lexis/Nexis	03/22/06	De Elizalde D	284.41
Lexis/Nexis	03/23/06	De Elizalde D	567.96
Lexis/Nexis	03/30/06	De Elizalde D	277.29
		TOTAL LEXIS/NEXIS	\$1,475.00
Westlaw	03/07/06	Reese RG	231.58
Westlaw	03/08/06	Reese RG	112.42
		TOTAL WESTLAW	\$344.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	7.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$7.00
Telephone - Long Distance	03/05/06	Lyons JK	386.00
		TOTAL TELEPHONE - LONG DISTANCE	\$386.00
Air/Rail Travel (external)	03/23/06	Reese RG	120.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$120.00
Out-of-Town Travel	03/05/06	Lyons JK	60.00
Out-of-Town Travel	03/06/06	Reese RG	17.75
Out-of-Town Travel	03/09/06	Lyons JK	530.01
Out-of-Town Travel	03/09/06	Lyons JK	453.17
Out-of-Town Travel	03/10/06	Reese RG	105.99
Out-of-Town Travel	03/10/06	Reese RG	384.38
Out-of-Town Travel	03/10/06	Reese RG	840.68
Out-of-Town Travel	03/15/06	Lyons JK	453.61
Out-of-Town Travel	03/17/06	Lyons JK	78.00
Out-of-Town Travel	03/17/06	Lyons JK	202.92
Out-of-Town Travel	03/22/06	Lyons JK	308.62
Out-of-Town Travel	03/22/06	Lyons JK	95.99
Out-of-Town Travel	03/22/06	Reese RG	674.57

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/22/06	Reese RG	276.99
Out-of-Town Travel	03/22/06	Reese RG	14.74
Out-of-Town Travel	03/23/06	Lyons JK	498.81
Out-of-Town Travel	03/23/06	Reese RG	312.35
Out-of-Town Travel	03/23/06	Reese RG	103.99
Out-of-Town Travel	03/27/06	Reese RG	20.25
Out-of-Town Travel	03/31/06	Reese RG	113.99
Out-of-Town Travel	03/31/06	Reese RG	328.31
Out-of-Town Travel	03/31/06	Reese RG	25.58
Out-of-Town Travel	03/31/06	Reese RG	40.31
Out-of-Town Travel	03/31/06	Reese RG	128.07
Out-of-Town Travel	03/31/06	Reese RG	1,010.92
		TOTAL OUT-OF-TOWN TRAVEL	\$7,080.00
Out-of-Town Meals	03/06/06	Reese RG	5.06
Out-of-Town Meals	03/07/06	Lyons JK	45.02
Out-of-Town Meals	03/07/06	Reese RG	7.94
Out-of-Town Meals	03/07/06	Reese RG	13.67
Out-of-Town Meals	03/07/06	Reese RG	10.66
Out-of-Town Meals	03/08/06	Lyons JK	45.02
Out-of-Town Meals	03/08/06	Lyons JK	14.66
Out-of-Town Meals	03/08/06	Reese RG	8.85
Out-of-Town Meals	03/09/06	Reese RG	3.50
Out-of-Town Meals	03/09/06	Reese RG	12.08
Out-of-Town Meals	03/10/06	Reese RG	43.50
Out-of-Town Meals	03/10/06	Reese RG	7.48
Out-of-Town Meals	03/10/06	Reese RG	7.94
Out-of-Town Meals	03/15/06	Lyons JK	63.28
Out-of-Town Meals	03/15/06	Lyons JK	19.00
Out-of-Town Meals	03/15/06	Lyons JK	6.15
Out-of-Town Meals	03/19/06	Reese RG	2.94
Out-of-Town Meals	03/20/06	Reese RG	13.07
Out-of-Town Meals	03/20/06	Reese RG	23.29
Out-of-Town Meals	03/21/06	Reese RG	5.99
Out-of-Town Meals	03/21/06	Reese RG	39.69

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	03/21/06	Reese RG	7.74
Out-of-Town Meals	03/22/06	Reese RG	5.99
Out-of-Town Meals	03/22/06	Reese RG	16.78
Out-of-Town Meals	03/22/06	Lyons JK	12.06
Out-of-Town Meals	03/23/06	Reese RG	2.33
Out-of-Town Meals	03/23/06	Reese RG	5.06
Out-of-Town Meals	03/23/06	Lyons JK	45.02
Out-of-Town Meals	03/28/06	Reese RG	89.41
Out-of-Town Meals	03/28/06	Reese RG	7.94
Out-of-Town Meals	03/29/06	Reese RG	10.89
Out-of-Town Meals	03/29/06	Reese RG	7.95
Out-of-Town Meals	03/29/06	Reese RG	15.22
Out-of-Town Meals	03/30/06	Reese RG	7.91
Out-of-Town Meals	03/30/06	Reese RG	8.01
Out-of-Town Meals	03/30/06	Reese RG	7.95
Out-of-Town Meals	03/31/06	Reese RG	42.78
Out-of-Town Meals	03/31/06	Reese RG	6.75
Out-of-Town Meals	03/31/06	Reese RG	6.02
Out-of-Town Meals	03/31/06	Reese RG	7.95
Out-of-Town Meals	03/31/06	Reese RG	4.45
TOTAL OUT-OF-TOWN MEALS			\$717.00
TOTAL MATTER			\$14,151.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Supplier Matters

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	04/03/06	3.80	REVIEW AND CONFERENCES RE: VARIOUS CONTRACT ASSUMPTION MATTERS AND FIRST DAY PAY REQUESTS AND CALLS WITH COUNSEL (3.8).
LYONS JK	04/04/06	4.60	REVIEW OF NUMEROUS FIRST DAY PAY REQUESTS AND CONTRACT ASSUMPTION MATTERS (4.6).
LYONS JK	04/06/06	2.10	FOLLOW UP ON SUPPLIER MATTERS INCLUDING NILES, TRW AND OTHERS (2.1).
LYONS JK	04/07/06	1.30	TRW EXTENSION MATTERS AND CONFERENCES RE: THE SAME (1.3).
LYONS JK	04/10/06	3.70	WORK ON SEVERAL SUPPLIER MATTERS, CONFERENCE RE: TYCO, CONTRACT ASSUMPTION REVIEW, AND PAYMENT TERM STRATEGY RESEARCH AND ISSUES (3.7).
LYONS JK	04/11/06	4.80	FIRST DAY REQUEST REVIEW (2.1) AND TRW AND TYCO CONTRACT ASSUMPTION CONFERENCES AND REVIEW (2.7).
LYONS JK	04/12/06	4.10	VARIOUS SUPPLIER ISSUES FOLLOW UP INCLUDING TRW, TYCO AND OTHERS (4.1).
LYONS JK	04/13/06	5.70	WORK ON VARIOUS SUPPLIER MATTERS INCLUDING TIMKEN (0.7), TRW (1.4), TYCO (1.1), AUTOCAM (0.9) AND OTHERS (1.6).
LYONS JK	04/14/06	2.00	REVIEW OF VARIOUS CONTRACT ASSUMPTION ISSUES AND PROPOSALS RE: TYCO, TRW AND OTHERS AND ADVICE RE: THE SAME (2.0).
LYONS JK	04/17/06	2.30	CONTRACT ASSUMPTION DISCUSSIONS RE: TYCO AND TRW AND OTHER SUPPLIER ISSUES (2.3).
LYONS JK	04/18/06	2.30	REVIEW OF FIRST DAY PAYMENT ISSUES (1.1) AND CONTRACT ASSUMPTION REQUESTS (1.2).
LYONS JK	04/19/06	4.70	REVIEW OF VARIOUS FIRST DAY REQUESTS AND CONTRACT ASSUMPTION MATTERS (4.7).
LYONS JK	04/20/06	3.80	VARIOUS CONTRACT ASSUMPTION MATTERS INCLUDING TRW AND TYCO AND FIRST DAY PAY REQUESTS (3.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	04/24/06	3.40	PARTICIPATION IN VARIOUS CONFERENCES WITH SUPPLIERS RE: CONTRACT ASSUMPTION INCLUDING TYCO (2.4) AND REVIEW OF WESTWOOD ESSENTIAL SUPPLIER DETERMINATION AND CALL WITH COUNSEL (1.0).
LYONS JK	04/25/06	2.40	REVIEW OF VARIOUS CONTRACT ASSUMPTION ISSUES INVOLVING TYCO, TRW AND OTHERS (2.4).
LYONS JK	04/26/06	5.40	MARK UP OF TYCO CONTRACT AND NEGOTIATIONS RE: THE SAME (2.1) AND OTHER CONTRACT ASSUMPTION MATTERS (2.6) AND DEVELOPED STRATEGIES RE: FOREIGN VENDOR PAYMENTS (0.7).
LYONS JK	04/27/06	4.20	WORK ON TYCO ASSUMPTION AGREEMENT AND NEGOTIATIONS RE: THE SAME (2.1); REVIEW OF VARIOUS FIRST DAY PAYMENT REQUESTS AND STRATEGIES (2.1).
LYONS JK	04/28/06	3.60	PARTICIPATION IN SENIOR STRATEGY CALL (1.5); VARIOUS SUPPLIER MATTERS INCLUDING TYCO, AUTOCAM AND OTHERS AND RESPONSE TO QUESTIONS (2.1).
		64.20	
Total Partner		64.20	
MATZ TJ	04/13/06	0.80	REVIEW AND REVISE XM SATELLITE 9019 SETTLEMENT MOTION (0.8).
MATZ TJ	04/17/06	1.20	CONTINUE REVIEW AND COMMENT ON XM SATELLITE 9019 SETTLEMENT PLEADINGS (0.4); CORRESPONDENCE TO N. BERGER RE: 9019 SETTLEMENT STIPULATION (0.2); REVIEW AND COMMENT ON FLEXTRONICS 9019 SETTLEMENT MOTION (0.6).
MATZ TJ	04/18/06	0.30	CONTINUE REVIEW OF FLEXTRONICS 9019 SETTLEMENT (0.3).
MATZ TJ	04/20/06	1.30	REVIEW AND REVISE TO XM SATELLITE 9019 MOTIONS (0.4); CONTINUE TOG REVIEW AND REVISE TO CARBONE 9019 MOTIONS (0.6); REVIEW AND REVISE TO FLEXTRONICS 9019 MOTIONS (0.3).
MATZ TJ	04/21/06	1.10	REVIEW, REVISE, AND FINALIZE FOR FILING XM SATELLITE SETTLEMENT MOTION (0.6); REVIEW, REVISE, AND FINALIZE FOR FILING FLEXTRONICS DISPUTE SETTLEMENT MOTION (0.5).
		4.70	
Total Counsel		4.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/10/06	2.10	ADDRESS MISCELLANEOUS SUPPLIER QUESTIONS (0.8); BEGIN DRAFTING MOTION RELATING TO CERTAIN SUPPLY AGREEMENT (1.3).
HERRIOTT AV	04/11/06	3.00	CONTINUE DRAFTING MOTION RE: SUPPLY CONTRACTS (3.0).
HERRIOTT AV	04/12/06	1.10	CONTINUE DRAFTING MOTION RE: CERTAIN SUPPLY CONTRACTS (0.9); RESPOND TO QUESTIONS FROM SUPPLIERS (0.2).
HERRIOTT AV	04/20/06	0.10	ANSWER QUESTION FROM SUPPLIER RE: SUPPLIER AGREEMENT ASSUMPTION ORDER (0.1).
HERRIOTT AV	04/21/06	2.00	GATHER DIP FACILITY DOCUMENTS TO RESPOND TO REQUEST FROM SUPPLIER (0.4); DRAFT RESPONSE LETTER TO SUPPLIER (1.4); CONFERENCE WITH S. MCBAIN RE: SAME (0.2).
HERRIOTT AV	04/24/06	0.60	RESPOND TO MISCELLANEOUS QUESTIONS FROM SUPPLIERS (0.6).
HERRIOTT AV	04/26/06	0.10	RESPOND TO SUPPLIER HOTLINE QUESTION (0.1).
HERRIOTT AV	04/27/06	0.20	RESPOND TO SUPPLIER HOTLINE CALL (0.2).
		9.20	
MEISLER RE	04/03/06	0.50	TELECONFERENCE WITH K. CRAFT RE: PROPOSED TERMS OF XM SETTLEMENT (0.5).
MEISLER RE	04/06/06	0.10	TELECONFERENCE WITH K. CRAFT RE: XM SETTLEMENT (0.1).
MEISLER RE	04/10/06	0.50	REVIEW PROPOSED SETTLEMENT WITH XM (0.3); TELECONFERENCE WITH COUNSEL TO XM RE: SAME (0.2).
MEISLER RE	04/19/06	0.20	CONFERENCE WITH J. PAPELIAN, S. CORCORAN, K. CRAFT AND B. FRANTANGELO RE: SUPPLIERS (0.2).
MEISLER RE	04/24/06	0.20	ATTENTION TO 9019 SETTLEMENTS (0.2).
MEISLER RE	04/25/06	0.60	REVIEW CORRESPONDENCE RE: TADITEL AND STORAGE FEES (0.6).
MEISLER RE	04/28/06	0.50	ATTENTION TO TADITEL TRANSACTION (0.2); TELECONFERENCE WITH G. WELSH RE: SAME (0.1); ATTENTION TO OTHER SUPPLIER TRANSACTIONS (0.2).
MEISLER RE	04/30/06	0.20	ATTENTION TO SUPPLIER DISPUTE (0.2).
		2.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	04/21/06	0.20	REVIEW PILLARHOUSE PAYMENT STATUS RE: ASSUMED CONTRACT (0.2) .
MICHELI MJ	04/25/06	0.80	DRAFT CORRESPONDENCE TO J. MALESKY RE: STATUS OF GOVERNMENT FUNDED PROGRAMS AND PROPERTY OF THE ESTATES (0.8) .
		1.00	
REESE RG	04/03/06	5.30	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.8) ; REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.5) .
REESE RG	04/04/06	3.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.4) ; REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (1.7) .
REESE RG	04/05/06	1.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (0.6) ; REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (0.5) .
REESE RG	04/06/06	1.70	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES AND SUPPLIERS' LEGAL COUNSEL (0.8) ; REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (0.9) .
REESE RG	04/07/06	0.40	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES AND SUPPLIERS' LEGAL COUNSEL (0.4) .
REESE RG	04/10/06	11.00	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.3) ; REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (8.7) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	04/11/06	5.90	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.3); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.6) .
REESE RG	04/12/06	8.20	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.1) .
REESE RG	04/13/06	6.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.3); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.8) .
REESE RG	04/14/06	8.40	PARTICIPATE IN TELECONFERENCES AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.6); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.3); BEGIN DRAFTING MOTION TO REJECT DMS AGREEMENT (2.5) .
REESE RG	04/15/06	2.80	COMPLETE DRAFT OF MOTION TO REJECT DMS AGREEMENT (2.8) .
REESE RG	04/17/06	7.00	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.9); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.1) .
REESE RG	04/18/06	6.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (4.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (1.2); REVISE MOTION TO REJECT DMS CONTRACT (0.8) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	04/19/06	7.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.3); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.0); RESPOND TO ISSUES RE: MOTION TO REJECT DMS AGREEMENT (0.8).
REESE RG	04/20/06	8.50	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.6); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.7); FINALIZE MOTION TO REJECT DMS AGREEMENT (1.2).
REESE RG	04/21/06	6.20	PARTICIPATE IN TELECONFERENCES AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.3); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.9).
REESE RG	04/23/06	0.30	CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (0.3).
REESE RG	04/24/06	6.10	PARTICIPATE IN TELECONFERENCES AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.4); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.7).
REESE RG	04/25/06	10.00	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (3.2); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.8).
REESE RG	04/26/06	6.90	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	04/27/06	9.30	PARTICIPATE IN TELECONFERENCES AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.5); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.8).
REESE RG	04/28/06	6.30	PARTICIPATE IN TELECONFERENCES AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.0); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.3).
REESE RG	04/30/06	0.30	CORRESPOND BY EMAIL WITH OPPOSING COUNSEL AND INTERNAL CONTACTS RE: SUPPLIER ISSUES (0.3).
		128.10	
TOUSSI S	04/03/06	1.30	REVIEW XM SATELLITE NEGOTIATIONS CORRESPONDENCE AND DRAFT AGREEMENT (0.8); ADDRESS SETTLEMENT ISSUES WITH XM SATELLITE AND FINALIZING SAME FOR MOTION TO APPROVE SETTLEMENT (0.5).
TOUSSI S	04/07/06	2.00	REVIEW SETTLEMENT AGREEMENTS RELATED TO XM LITIGATION (1.0); BEGIN DRAFTING PROPOSED MOTIONS TO APPROVE SETTLEMENTS (1.0).
TOUSSI S	04/12/06	4.10	ADDRESS COMMENTS TO FLEXTRONICS STIPULATION BY FLEXTRONICS COUNSEL AND UCC (0.5); FINALIZE SAME FOR DISTRIBUTION (0.2); DRAFT AND REVISE MOTION TO APPROVE SAME (1.2); REVIEW LATEST DRAFT OF XM SETTLEMENT AGREEMENT IN CONNECTION WITH DRAFTING MOTION TO APPROVE SAME (0.4); INCORPORATE LANGUAGE INTO SETTLEMENT MOTION (1.0); REVIEW BACKGROUND INFORMATION ON XM AND PARTNERSHIP WITH DELPHI IN AFTERMARKET PRODUCTS (0.8).
TOUSSI S	04/13/06	4.20	EDIT AND REVISE MOTION TO APPROVE FLEXTRONICS STIPULATION (1.5); INCORPORATE GENERAL COMMENTS INTO MOTION (0.5); EDIT AND REVISE XM SATELLITE MOTION (1.0); INCORPORATE MATZ'S COMMENTS TO SAME (0.7); REVIEW DRAFT ORDERS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	04/18/06	9.10	TELECONFERENCES WITH SKADDEN, FTI AND TOGUT TEAM RE: ADDRESSING WIRE TRANSFER PAYMENT ISSUES AND CREATING PROCEDURES GOING FORWARD (2.4); PREPARE FOR SAME (0.3); FOLLOWUP ISSUES RE: SAME (0.2); ADDRESS ISSUES RE: EDITING MOTION TO APPROVE DENSO LICENSING AGREEMENT (1.5); EDIT AND REVISE MOTION TO APPROVE XM SATELLITE SETTLEMENTS AGREEMENT (2.0); FOLLOWUP ISSUES RE: SAME (0.5); REVIEW DRAFT ORDER TO APPROVE XM SETTLEMENT (0.3); REVIEW BACKGROUND ISSUES RELATED TO DISPUTE WITH XM AND FLEXTRONICS (0.4); VARIOUS TELECONFERENCE TO DISCUSS STATUS OF 9019 MOTIONS (1.2); ADDRESS ISSUES RE: FLOFORM AND GE (0.3).
TOUSSI S	04/19/06	3.70	EDIT AND REVISE MOTION TO APPROVE FLEXTRONICS STIPULATION AND AGREED ORDER (2.2); REVIEW AND EDIT PROPOSED NOTICE OF MOTION (0.7); CORRESPONDENCE RE: SAME (0.3); REVIEW DIP ORDER AND RELATED DOCUMENTS IN CONNECTION WITH FINALIZING SAME (0.5).
TOUSSI S	04/20/06	1.70	EDIT AND REVISE XM SATELLITE MOTION (1.2); INCORPORATE GENERAL COMMENTS FROM DENSO/CARBONE MOTION INTO XM (0.5).
TOUSSI S	04/21/06	6.20	EDIT AND XM SATELLITE MOTION AND INCORPORATE COMMENTS RE: CONFORMING CHANGES TO APPLICABLE AUTHORITY AND BACKGROUND SECTIONS (1.0); FINALIZE MOTION FOR FILING (0.4); FINALIZE PROPOSED ORDER AND NOTICE OF MOTION (0.5); EDIT AND REVISE FLEXTRONICS SETTLEMENT MOTION (0.6); INCORPORATE INTERNAL COMMENTS AND COMMENTS FROM FLEXTRONICS AND UCC TO MOTION (0.6); CONFORM APPLICABLE AUTHORITY SECTION (0.7); FINALIZE NOTICE OF MOTION (0.4); FINALIZE MOTION TO APPROVE DENSO SETTLEMENT AND PROPOSED ORDER (1.0); INCORPORATE INTERNAL COMMENTS RE: SAME TO MOTION AND ORDER (0.4); REVIEW AND FINALIZE NOTICE OF MOTION (0.3); CORRESPONDENCE WITH DENSO'S COUNSEL TO FINALIZE MOTION AND STATUS OF FILING (0.3).
TOUSSI S	04/27/06	2.20	CORRESPONDENCE RE: ADDRESSING CREDITORS COMMITTEE CONCERNS FOR XM SATELLITE SETTLEMENT (0.5) AND DENSO SETTLEMENT (0.3); VARIOUS TELECONFERENCE RE: SAME (0.4); REVIEW COMPLAINT AND RELATED DOCUMENTS (0.5), REVIEW MOTIONS AND AGREEMENTS IN CONNECTION WITH SAME (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	04/28/06	1.50	REVIEW DOCUMENTS RELATED TO XM SATELLITE SETTLEMENT (0.5); DISCUSS SAME WITH CLIENT J. DAMATO (0.4); TELECONFERENCE WITH CREDITORS' COMMITTEE ADVISORS (0.4); FOLLOWUP ISSUES RE: SAME (0.2).
		36.00	
ZALTZMAN H	04/12/06	2.90	DRAFT MOTION FOR APPROVAL OF FLEXTRONICS STIPULATION (1.5); DRAFT MOTION FOR APPROVAL OF XM SATELLITE RADIO SETOFF AGREEMENT (1.4).
ZALTZMAN H	04/13/06	1.60	REVIEW XM SETTLEMENT MOTION AND SETTLEMENT LETTER (0.7) EDIT XM SETTLEMENT MOTION (0.4) EDIT FLEXTRONICS STIPULATION MOTION (0.5).
ZALTZMAN H	04/14/06	2.60	EDIT/DRAFT XM 9019 SETTLEMENT AGREEMENT (1.5) EDIT/DRAFT FLEXTRONIC'S STIPULATION MOTION (1.1).
ZALTZMAN H	04/17/06	2.10	REVIEW FLEXTRONIC'S 9019 STIPULATION (0.3); CORRESPOND WITH N. BERGER OF TOGUT RE: 9019 SETOFF SETTLEMENTS (0.1); EDIT FLEXTRONIC'S 9019 MOTION (0.4); DRAFT XM 9019 ORDER (0.3); DRAFT XM 9019 NOTICE (0.2); EDIT XM 9019 MOTION (0.5); DRAFT FLEXTRONIC'S 9019 ORDER (0.2); DRAFT FLEXTRONIC'S 9019 NOTICE (0.1).
ZALTZMAN H	04/18/06	1.50	CONTINUE EDITING XM 9019 MATERIALS FOR UPCOMING FRIDAY FILING (1.2) ADD INFORMATION TO SETOFF CHART RE: DAET WYLER RUBBER AND PLASTICS (0.1); ADD INFORMATION TO SETOFF CHART RE: MARK IV INDUSTRIES (0.2).
ZALTZMAN H	04/19/06	0.60	EDIT XM STIPULATION MOTION WITH COMMENTS FROM DELPHI (0.3); EDIT FLEXTRONIC'S STIPULATION MOTION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	04/20/06	2.70	REVIEW XM 9019 SETTLEMENT MOTION (1.0); EDIT FLEXTRONIC'S STIPULATION MOTION (0.4); EDIT XM 1019 SETTLEMENT MOTION (0.2); EDIT FLEXTRONIC'S STIPULATION NOTICE (0.2); EDIT XM STIPULATION NOTICE (0.2); REVIEW DELPHI COMMENTS TO XM SETTLEMENT MOTION AND UPDATE DRAFTS (0.3); EDIT FLEXTRONIC'S ORDER (0.1); EDIT XM 1019 ORDER (0.3).
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ZALTZMAN H	04/21/06	2.00	REVIEW FLEXTRONIC'S 9019 MOTION (0.5); REVIEW XM SETTLEMENT 9019 MOTION (0.7); REVIEW XM SETTLEMENT ORDER (0.2); REVIEW EXHIBITS FOR ALL 9019 MOTIONS TO BE FILED TODAY (0.4); REVIEW XM 9019 NOTICE (0.1); REVIEW FLEXTRONIC'S 9019 NOTICE (0.1).
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16.00

Total Associate 193.10

TOTAL TIME 262.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Supplier Matters**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/11/06	Reese RG	204.06
Air/Rail Travel - vendor feed	04/11/06	Reese RG	-159.07
Air/Rail Travel - vendor feed	04/14/06	Reese RG	254.65
Air/Rail Travel - vendor feed	04/14/06	Reese RG	-254.65
Air/Rail Travel - vendor feed	04/18/06	Reese RG	417.32
Air/Rail Travel - vendor feed	04/24/06	Reese RG	686.69
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$1,149.00
Telephone Expense	04/28/06	Telecommunications, D	2.07
Telephone Expense	04/28/06	Telecommunications, D	2.88
Telephone Expense	04/28/06	Telecommunications, D	0.05
		TOTAL TELEPHONE EXPENSE	\$5.00
Lexis/Nexis	04/05/06	De Elizalde D	109.88
Lexis/Nexis	04/11/06	De Elizalde D	216.63
Lexis/Nexis	04/13/06	Peart NA	129.98
Lexis/Nexis	04/13/06	Reese RG	17.51
		TOTAL LEXIS/NEXIS	\$474.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	04/05/06	Diaz LB	84.55
Westlaw	04/13/06	Peart NA	52.49
Westlaw	04/13/06	Reese RG	17.05
Westlaw	04/13/06	Diaz LB	107.69
Westlaw	04/14/06	Diaz LB	228.15
Westlaw	04/17/06	Diaz LB	69.63
Westlaw	04/18/06	Diaz LB	67.53
Westlaw	04/24/06	Reese RG	78.87
Westlaw	04/25/06	Reese RG	286.99
Westlaw	04/27/06	Reese RG	17.05
		TOTAL WESTLAW	\$1,010.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	1.60
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	53.48
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	8.92
		TOTAL VENDOR HOSTED TELECONFERENCING	\$64.00
Out-of-Town Travel	04/11/06	Reese RG	425.67
Out-of-Town Travel	04/11/06	Reese RG	133.58
Out-of-Town Travel	04/11/06	Reese RG	69.90
Out-of-Town Travel	04/11/06	Reese RG	17.75
Out-of-Town Travel	04/13/06	Reese RG	130.79
Out-of-Town Travel	04/18/06	Reese RG	78.01
Out-of-Town Travel	04/18/06	Reese RG	280.51
Out-of-Town Travel	04/19/06	Reese RG	20.23
Out-of-Town Travel	04/21/06	Reese RG	296.53
Out-of-Town Travel	04/21/06	Reese RG	415.12
Out-of-Town Travel	04/23/06	Reese RG	78.01
Out-of-Town Travel	04/23/06	Reese RG	280.51
Out-of-Town Travel	04/24/06	Reese RG	540.18
Out-of-Town Travel	04/24/06	Reese RG	247.21
		TOTAL OUT-OF-TOWN TRAVEL	\$3,014.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/20/06	Dist Serv/Mail/Page, D	6.00
		TOTAL MESSENGERS/ COURIER	\$6.00
Out-of-Town Meals	04/11/06	Reese RG	32.35
Out-of-Town Meals	04/12/06	Reese RG	20.33
Out-of-Town Meals	04/12/06	Reese RG	10.64
Out-of-Town Meals	04/12/06	Reese RG	5.98
Out-of-Town Meals	04/13/06	Reese RG	9.93
Out-of-Town Meals	04/13/06	Reese RG	7.93
Out-of-Town Meals	04/18/06	Reese RG	7.31
Out-of-Town Meals	04/18/06	Reese RG	5.93
Out-of-Town Meals	04/19/06	Reese RG	5.55
Out-of-Town Meals	04/19/06	Reese RG	17.58
Out-of-Town Meals	04/19/06	Reese RG	40.25
Out-of-Town Meals	04/19/06	Reese RG	26.32
Out-of-Town Meals	04/20/06	Reese RG	9.82
Out-of-Town Meals	04/20/06	Reese RG	7.93
Out-of-Town Meals	04/21/06	Reese RG	5.98
Out-of-Town Meals	04/21/06	Reese RG	10.54
Out-of-Town Meals	04/23/06	Reese RG	27.59
Out-of-Town Meals	04/24/06	Reese RG	16.89
Out-of-Town Meals	04/24/06	Reese RG	7.58
Out-of-Town Meals	04/24/06	Reese RG	5.55

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	04/25/06	Reese RG	8.74
Out-of-Town Meals	04/25/06	Reese RG	27.50
Out-of-Town Meals	04/26/06	Reese RG	11.57
Out-of-Town Meals	04/26/06	Reese RG	11.42
Out-of-Town Meals	04/26/06	Reese RG	5.05
Out-of-Town Meals	04/26/06	Reese RG	8.74
		TOTAL OUT-OF-TOWN MEALS	\$355.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	13.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$13.00
		TOTAL MATTER	\$6,090.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Supplier Matters

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	05/01/06	3.80	WORKED ON VARIOUS SUPPLIER MATTERS INCLUDING REVIEW OF SUPPLIER SET OFF LETTER AND DISCUSSION OF STRATEGIES RE: THE SAME AND OTHER SUPPLIER MATTERS INCLUDING TYCO AND OTHERS (3.8).
LYONS JK	05/02/06	4.80	VARIOUS SUPPLIER ISSUES INCLUDING FREESCALE RECONCILIATION AND COMMITTEE ISSUES (0.8), AUTOCAM (1.0), TYCO (1.3), AND RESEARCH RE: ABILITY TO ENFORCE PAYMENT TERMS (1.7).
LYONS JK	05/03/06	6.50	WORKED ON VARIOUS SUPPLIER MATTERS INCLUDING NEGOTIATIONS AND MARK UP OF TYCO AGREEMENT (2.3), AUTOCAM (0.7), OTHER MATTERS AND REVIEW OF FIRST DAY ORDER PAY ISSUES (2.3); REVIEW OF JOHNSON ELECTRIC PRICE INCREASE ISSUE (1.2).
LYONS JK	05/04/06	3.40	ANALYZED FIRST DAY ORDER PAY REQUESTS (1.2) AND REVIEW OF TYCO ASSUMPTION AGREEMENT AND OTHER SUPPLIER MATTERS (2.2).
LYONS JK	05/05/06	5.20	REVIEW AND ADVICE RE: VARIOUS CONTRACT ASSUMPTIONS INCLUDING TYCO, AUTOCAM AND OTHERS (5.2).
LYONS JK	05/08/06	4.50	REVIEW AND ADVICE RE: VARIOUS SUPPLIER MATTERS INCLUDING FREESCALE, TYCO AND AUTOCAM (4.5).
LYONS JK	05/09/06	4.40	REVIEW OF VARIOUS SUPPLIER MATTERS INCLUDING TYCO, SETECH PAYMENT AND OTHER MATTERS (3.3) AND REVIEW OF FIRST DAY PAY REQUESTS (1.1).
LYONS JK	05/10/06	3.40	ADVICE RE: VARIOUS SUPPLIER MATTERS INCLUDING AUTOCAM AND TYCO AND REVIEW OF CASE JUSTIFICATION (3.4).
LYONS JK	05/11/06	4.50	VARIOUS SUPPLIER MATTERS INCLUDING TYCO, FIRST DAY PAY REQUESTS AND OTHER MATTERS (4.5).
LYONS JK	05/12/06	2.30	VARIOUS SUPPLIER MATTERS INCLUDING AUTOCAM AND OTHERS (2.3).
LYONS JK	05/15/06	5.70	WORKED ON VARIOUS SUPPLIER MATTERS INCLUDING KURZ-KASCH, AUTOCAM, QC ONICS, AND JOHNSON ELECTRIC AND REVIEW OF CORRESPONDENCE AND ADVICE TO CLIENT (5.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	05/16/06	3.30	WORKED ON VARIOUS SUPPLIER MATTERS INCLUDING CAP ISSUES, AUTOCAM, JOHNSON ELECTRIC, AND OTHER SUPPLIERS (3.3).
LYONS JK	05/17/06	4.70	REVIEW AND FOLLOW UP ON ADDITIONAL TYCO LANGUAGE (1.1), WORKED ON AUTOCAM (2.3), SETECH FOLLOW UP (1.3).
LYONS JK	05/18/06	2.30	WORKED ON VARIOUS SUPPLIER MATTERS INCLUDING TYCO FOLLOW UP, AUTOCAM AND OTHERS (2.3).
LYONS JK	05/23/06	5.40	ADDITIONAL REVISIONS TO AUTOCAM AGREEMENT AND CONFERENCE WITH CLIENT (2.3) AND WORKED ON OTHER SUPPLIERS MATTERS (3.1).
LYONS JK	05/24/06	4.40	REVIEW OF VARIOUS CAP, FIRST DAY PAY REQUESTS AND OTHER SUPPLIER MATTERS INCLUDING AUTOCAM (4.4).
LYONS JK	05/30/06	3.80	REVIEW OF AUTOCAM REMAINING ISSUES AND ASSUMPTION AGREEMENT AND ADVICE RE: THE SAME (1.3); VARIOUS SUPPLIER MATTERS AND CORRESPONDENCE AND ADVICE RE: THE SAME INCLUDING JOHNSON ELECTRIC AND OTHERS (2.5).
LYONS JK	05/31/06	3.40	REVIEW OF VARIOUS SUPPLIER MATTERS INCLUDING TRW, AUTOCAM, AKEBONO AND OTHER MATTERS AND ADVICE RE: THE SAME (3.4).
		75.80	
Total Partner		75.80	
HERRIOTT AV	05/08/06	2.00	CONTINUE TO REVIEW RESEARCH RE: SUPPLY CONTRACTS PURSUANT TO GOVERNMENT CONTRACTS (1.6); REVIEW PLEADINGS OF AD HOC TRADE GROUP (0.4).
HERRIOTT AV	05/10/06	2.40	DRAFT LETTER TO SUPPLIER IN RESPONSE TO STATEMENTS MADE IN SUPPLIER LETTER TO DEBTORS (1.8); CONTINUE TO RESEARCH ISSUES RE: SUPPLY CONTRACTS RELATING TO GOVERNMENT FUNDED CONTRACTS (0.6).
HERRIOTT AV	05/11/06	0.10	REVIEW ISSUE RELATING TO GOVERNMENT FUNDED CONTRACTS SUPPLIERS (0.1).
HERRIOTT AV	05/15/06	2.10	DRAFT LETTER RE: SUPPLIER'S CONTRACT TERMINATION REQUEST (1.4); CONTINUE ANALYZING ISSUES RE: SUPPLIERS PROVIDING SERVICES IN CONNECTION WITH GOVERNMENT FUNDED PROGRAMS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	05/16/06	3.40	CONTINUE TO RESEARCH AND DRAFT MEMO RE: SUPPLIERS WHO PROVIDE SERVICES FOR DELPHI'S GOVERNMENT FUNDED PROGRAMS (3.3); FOLLOW UP ON LETTER TO SUPPLIER (0.1).
HERRIOTT AV	05/17/06	4.60	CONTINUE TO RESEARCH AND DRAFT MEMO RE: SUPPLIERS WHO PROVIDE SERVICES FOR DELPHI'S GOVERNMENT FUNDED PROGRAMS (4.6).
HERRIOTT AV	05/18/06	3.90	CONTINUE TO RESEARCH AND REVIEW SUPPLIER CONTRACTS IN CONNECTION WITH DELPHI GOVERNMENT FUNDED PROGRAMS (2.2); CONFERENCE WITH J. MALESKY, M. SUMTER AND M. HARVEY RE: SAME (1.7).
HERRIOTT AV	05/19/06	3.70	CONTINUE TO ANALYZE ISSUES RE: SUPPLIERS WITH CONTRACTS RELATED TO GOVERNMENT FUNDED PROGRAMS AND DRAFT MEMO RE: SAME (3.7).
HERRIOTT AV	05/20/06	4.00	REVIEW RESEARCH AND CONTRACTS OF SUPPLIERS WHO PROVIDE SERVICES TO DELPHI IN CONNECTION WITH DELPHI'S GOVERNMENT CONTRACTS (4.0).
HERRIOTT AV	05/22/06	2.80	CONTINUE REVIEWING SUPPLIER CONTRACT RELATED TO GOVERNMENT FUNDED PROGRAMS AND DEVELOP STRATEGY FOR NEXT STEPS (2.8).
HERRIOTT AV	05/23/06	2.50	CONTINUE FINALIZING RESEARCH AND MEMO ON SUPPLIERS PROVIDING GOODS PURSUANT TO GOVERNMENT FUNDED CONTRACTS (2.5).
HERRIOTT AV	05/25/06	1.30	CONFERENCE WITH K. CRAFT RE: SUPPLIERS IN CONNECTION WITH GOVERNMENT PROGRAMS (0.2); FINALIZE RESEARCH RE: SAME (1.1).
HERRIOTT AV	05/26/06	0.10	FOLLOW UP RE: SUPPLIER ISSUE (0.1).
HERRIOTT AV	05/31/06	0.20	REVIEW SUPPLIER LETTER REQUESTING TERMINATION AND PREPARE FOR TELECONFERENCE RE: SAME (0.2).
		33.10	
MEISLER RE	05/08/06	0.60	TELECONFERENCE WITH COUNSEL TO XM RADIO RE: COMMENTS TO PROPOSED 9019 ORDER (0.2); FOLLOW UP RE: SAME (0.2); RESPOND TO SUPPLIER QUESTIONS (0.2).
MEISLER RE	05/09/06	0.20	CONTINUED ATTENTION XM RADIO SETTLEMENT AND 9019 ORDER (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/15/06	1.30	REVIEW DOCUMENTS AND FILINGS RE: BEHR ORDER TO SHOW CAUSE (0.1); TELECONFERENCE WITH N. BERGER RE: STATUS OF SAME (0.1); TELECONFERENCES WITH K. CRAFT RE: PBR (0.2, 0.3); FOLLOW UP RE: SAME (0.2); CONFERENCE WITH J. LYONS RE: SAME (0.2); DRAFT CORRESPONDENCE TO COUNSEL FOR PBR RE: SAME (0.2).
MEISLER RE	05/17/06	0.10	TELECONFERENCE WITH K. CRAFT RE: SUPPLIER MATTERS (0.1).
MEISLER RE	05/18/06	0.40	TELECONFERENCE WITH M. DENSMORE RE: CONTRACT INQUIRIES (0.2); ATTENTION TO OUTSOURCING CONTRACTS RE: IT (0.2).
		2.60	
REESE RG	05/01/06	8.40	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.3); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.1).
REESE RG	05/02/06	4.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (0.8); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.3).
REESE RG	05/03/06	6.80	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.7).
REESE RG	05/04/06	8.70	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (4.6); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.1).
REESE RG	05/05/06	5.80	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	05/08/06	3.20	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.1).
REESE RG	05/09/06	6.50	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES AND OTHER PROFESSIONALS WORKING ON SUPPLIER ISSUES AND SUPPLIER REPRESENTATIVES (2.6); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.9).
REESE RG	05/10/06	9.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.9); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (6.2).
REESE RG	05/11/06	7.70	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.8); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.9).
REESE RG	05/12/06	4.60	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES AND OTHER PROFESSIONALS WORKING ON SUPPLIER ISSUES AND SUPPLIER REPRESENTATIVES (1.9); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.7).
REESE RG	05/15/06	8.90	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (3.7); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.2).
REESE RG	05/16/06	7.20	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.5); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	05/17/06	5.30	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.3); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.0) .
REESE RG	05/18/06	7.10	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.0); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (5.1) .
REESE RG	05/19/06	7.70	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (3.8); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.9) .
REESE RG	05/20/06	0.70	ATTENTION TO ISSUES RE: INOVICE CONTRACT REJECTION MOTION (0.7) .
REESE RG	05/22/06	5.80	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.7); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.1) .
REESE RG	05/23/06	4.90	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (0.9); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.0) .
REESE RG	05/24/06	4.60	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.8); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.8) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	05/25/06	4.40	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.5); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (2.9).
REESE RG	05/26/06	6.90	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (2.1); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.8).
REESE RG	05/30/06	5.70	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES, ADVISORS AND OTHERS WORKING ON SUPPLIER ISSUES (1.7); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (4.0).
REESE RG	05/31/06	4.60	PARTICIPATE IN CALLS AND CORRESPOND BY EMAIL WITH DELPHI EMPLOYEES WORKING ON SUPPLIER ISSUES (1.4); REVIEW AND REVISE LEGAL AGREEMENTS RELATED TO PAYMENT OF PREPETITION CLAIMS, ASSUMPTION OF EXPIRING CONTRACTS AND OTHER SUPPLIER-RELATED ISSUES (3.2).

138.70

TOUSSI S	05/02/06	2.80	ADDRESS ISSUES RE XM SATELLITE SETTLEMENT 9019 MOTION (1.0); DISCUSS MOTION WITH CLIENT AND FTI (0.8); TELECONFERENCES RE OBTAINING APPROVAL FROM VARIOUS CREDITOR CONSTITUENCIES (1.0).
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2.80

Total Associate

177.20

ROSEN R	05/29/06	2.20	REVISE, UPDATE 6/19 HEARING BINDERS RE: XM BLACKLINED AND CLEAN ORDERS (0.9); FURTHER UPDATE BINDERS RE: DENSO, INOVISE, FLEXTRONICS AND ELECTRICAL CARBON RELATED SUPPORTING DOCUMENTS (1.3).
ROSEN R	05/30/06	1.20	MONITOR CASE DOCKET AND COORDINATE WITH KCC RE: SERVICE OF INOVISE, XM, FURUKAWA, FLEXTRONICS, ELECTRICAL CARBON AND DENSO ORDERS ENTERED AT 5/30 HEARING (1.2).
		3.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Legal Assistant	3.40
TOTAL TIME	<u>256.40</u>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Supplier Matters**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/02/06	Reese RG	324.46
Air/Rail Travel - vendor feed	05/08/06	Lyons JK	682.29
Air/Rail Travel - vendor feed	05/11/06	Lyons JK	550.83
Air/Rail Travel - vendor feed	05/14/06	Reese RG	917.63
Air/Rail Travel - vendor feed	05/15/06	Meisler RE	284.14
Air/Rail Travel - vendor feed	05/16/06	Meisler RE	120.32
Air/Rail Travel - vendor feed	05/17/06	Meisler RE	297.15
Air/Rail Travel - vendor feed	05/17/06	Meisler RE	120.32
Air/Rail Travel - vendor feed	05/17/06	Meisler RE	-252.14
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$3,045.00
In-house Reproduction	05/16/06	Copy Center, D	133.97
In-house Reproduction	05/23/06	Copy Center, D	0.30
In-house Reproduction	05/30/06	Copy Center, D	67.73
		TOTAL IN-HOUSE REPRODUCTION	\$202.00
Telephone Expense	05/26/06	Telecommunications, D	0.95
Telephone Expense	05/26/06	Telecommunications, D	1.04
Telephone Expense	05/26/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$2.00
Westlaw	05/01/06	Reese RG	51.32
Westlaw	05/03/06	Reese RG	927.10
Westlaw	05/10/06	Rosen R	572.96
Westlaw	05/10/06	Ziegler VE	356.05
Westlaw	05/11/06	Reese RG	261.22
Westlaw	05/11/06	Rosen R	198.02
Westlaw	05/11/06	Ziegler VE	103.13

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	05/12/06	Reese RG	17.04
Westlaw	05/15/06	Reese RG	240.81
Westlaw	05/15/06	Ziegler VE	142.24
Westlaw	05/16/06	Reese RG	19.18
Westlaw	05/24/06	Ziegler VE	17.55
Westlaw	05/26/06	Ziegler VE	30.39
Westlaw	05/26/06	Reese RG	91.62
Westlaw	05/31/06	Ziegler VE	715.37
		TOTAL WESTLAW	\$3,744.00
		TOTAL MATTER	\$6,993.00

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Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-6
RETENTION / FEE MATTERS / OBJECTIONS (OTHERS)
1,119.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	02/24/06	1.30	REVIEW OF CALLAWAY SERVICES (1.3).
		1.30	
MARAFIOTI KA	02/06/06	0.20	WORK ON ISSUES RE: FEE APPLICATIONS FILED BY VARIOUS PROFESSIONALS (0.2).
MARAFIOTI KA	02/22/06	0.40	ANALYZE ISSUES RE: DLA PIPER RETENTION (0.3); TELECONFERENCE WITH A. FRNKUM RE: FTI RETENTION ISSUES (0.1).
MARAFIOTI KA	02/23/06	0.40	CONSIDER FTI RETENTION ISSUES (0.2); REVIEWED COMMITTEE BRIEF RE: DELOITTE DISCOVERY (0.2).
MARAFIOTI KA	02/24/06	0.10	TELECONFERENCE WITH A. FRANKUM RE: FTI RETENTION ISSUES (0.1).
MARAFIOTI KA	02/27/06	1.00	ANALYZE POTENTIAL RETENTION RE: CONSULTING FIRM (0.5); REVIEW E&Y ENGAGEMENT LETTER (0.5).
		2.10	
Total Partner		3.40	
MATZ TJ	02/01/06	0.70	TELECONFERENCE WITH S. CORCORAN RE: RETENTION OF MAYER, BROWN (0.2); FOLLOW UP WORK RE: SAME (0.2); TELECONFERENCE WITH U.S. TRUSTEE RE: ONGOING RETENTION APPLICATIONS (0.1); REVIEW PROPOSAL OF LATHAM RE: FEE COMMITTEE (0.2).
MATZ TJ	02/03/06	0.90	DISCUSSIONS WITH U.S. TRUSTEE RE: ALL OUTSTANDING RETENTION APPLICATIONS (0.3); FOLLOW UP WORK RE: REVISED LIST OF ORDINARY COURSE PROFESSIONALS (0.2); FOLLOW UP WORK RE: SUPPLEMENTAL DISCLOSURES (0.4).
MATZ TJ	02/06/06	0.60	FOLLOW UP WORK RE: FINALIZING FOR FILING SIX ADDITIONAL RETENTION APPLICATIONS (0.4); WORKING ON MATTERS RE: ORDINARY COURSE PROFESSIONAL'S AFFIDAVITS (0.2).
MATZ TJ	02/07/06	0.70	CORRESPONDENCE RE: PAYMENT OF PROFESSIONALS AND REVISIONS TO ORDINARY COURSE PROFESSIONALS LIST (0.2); FOLLOW UP RE: FILING OF FIVE RETENTION APPLICATIONS (0.3); CORRESPONDENCE RE: SAME (0.2).
MATZ TJ	02/08/06	0.30	FINALIZING REVISED ORDINARY COURSE PROFESSIONAL LISTING AND FOLLOW UP WORK RE: SAME (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/09/06	1.10	WORK ON RETENTION MATTERS RE: BAKER, DANIELS, CADWALDER, DICKSON AND OTHER MATTERS (0.5); REVIEW POSSIBLE PROPOSAL AND FOLLOW UP RE: UST REQUEST FOR FEE EXAMINER (0.3); REVIEW POSSIBLE PROPOSAL FOR FEE EXAMINER BY U.S.T. AND FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	02/15/06	1.00	FOLLOW UP WORK RE: KPMG RETENTION (0.2); FOLLOW UP WORK RE: BAKER & DANIELS RETENTION (0.2); TELECONFERENCE WITH CHAMBERS RE: BAKER & DANIELS (0.2); CONTINUING WORK ON ADDITIONAL RETENTION APPLICATIONS (0.4).
MATZ TJ	02/16/06	0.70	REVIEW AND COMMENT ON COVINGTON RETENTION PLEADINGS (0.7).
MATZ TJ	02/17/06	0.70	FOLLOW UP WORK RE: OUTSTANDING RETENTIONS STATUS (0.4); FOLLOW UP WORK RE: FIRST INTERIM APPLICATIONS (0.3).
MATZ TJ	02/20/06	1.10	REVIEW AND COMMENT ON CADWALDER RETENTION (0.4); CORRESPONDENCE RE: COVINGTON RETENTION (0.2); CORRESPONDENCE RE: INTERIM FEE APPLICATIONS (0.2); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	02/21/06	2.70	REVIEW AND REVISE DICKINSON & WRIGHT, CALDWALDER, AND CROWELL RETENTION APPLICATIONS AND AFFIDAVITS IN SUPPORT (1.4); FOLLOW UP WORK RE: BILLING MATTERS (0.2); WORK ON RETENTION ORDERS FOR JAECKLE, QUINN EMANUEL, RADER FISHMAN, AND THOMPSON HINE (0.4); FOLLOW UP TELECONFERENCE WITH CHAMBERS RE: SAME (0.3); CONTINUING WORK ON SET OFF MATTERS (FLEXTRONICS STIPULATION) (0.4).
MATZ TJ	02/22/06	0.90	WORK ON DLA/PIPER RETENTION MATTERS (0.3); WORK ON 327(E) COUNSEL BILLING MATTERS (0.2); WORK ON ERNST & YOUNG AUDITOR RETENTION (0.4).
MATZ TJ	02/23/06	2.30	CORRESPONDENCE WITH A FRANKUM RE: FTI RETENTION (0.4); FOLLOW UP WORK AND CORRESPONDENCE RE: SAME (0.7); CORRESPONDENCE AND FOLLOW UP WORK RE: PAYMENTS OF ORDINARY COURSE PROFESSIONALS (0.3); WORK ON KPMG PRESENTATION TO CHAMBERS (0.2); FOLLOW UP WITH CHAMBERS RE: OUTSTANDING RETENTION PRESENTMENTS (0.3); REVIEW AND COMMENT ON E&Y ENGAGEMENT LETTER (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/24/06	1.20	FOLLOW UP RE: REVISIONS TO E&Y ENGAGEMENT LETTER (0.3); REVIEW AND REVISE FIRST INTERIM FEE APPLICATION AND MATERIALS (0.9).
MATZ TJ	02/27/06	1.60	WORK ON THE RETENTIONS OF CADWALDER AND WILMER AND OTHER ORDINARY COURSE PROFESSIONAL MATTERS (1.6).
MATZ TJ	02/28/06	0.80	WORKING ON FIRST INTERIM FEE APPLICATION QUESTIONS (0.5); FOLLOW UP WORK RE: SAME (0.3).
		17.30	
Total Counsel		17.30	
DANZ CE	02/01/06	1.20	DRAFTED PORTIONS OF AND REVISED THE THE JONES LANG LASALLE HISTORY SUMMARY (0.7); REVIEW OF AFFIDAVIT AND LEASE SERVICES AGREEMENT (0.5).
DANZ CE	02/09/06	0.30	COMMUNICATION WITH JONES LANG LASALLE RE: FEE APPLICATION ISSUES (0.3).
DANZ CE	02/16/06	2.20	REVIEW OF SUMMARY PROVIDED BY JONES LANG LASALLE (0.5), COMMUNICATION WITH B. ECHKBLAD WITH QUESTIONS RE: SUMMARY (0.3), CONTINUED TO INVESTIGATE SUMMARY CHARGES RE: JONES LANG LASALLE INVOICES IN FOLLOWUP TO REQUEST BY THE CREDITORS COMMITTEE (1.4).
DANZ CE	02/28/06	0.40	REVIEW OF JONES LANG LASALLE STATEMENT (0.4).
		4.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	02/01/06	5.20	REVIEWED CHART TO SEND PRECISE INSTRUCTIONS TO THE COMPANY RE: PAYMENT OF PROFESSIONALS (CHART INCLUDES INVOICE NUMBER, DATE AND AMOUNT) (3.8); REVIEWED AFFIDAVIT OF OCP BY GLOBAL QUALITY INSTITUTE (0.6); REVIEWED PLEADINGS RE: DICKINSON WRIGHT'S APPLICATION FOR EMPLOYMENT (0.8).
DE ELIZALDE D	02/02/06	7.70	SUPERVISED FILING OF AFFIDAVITS OF ORDINARY COURSE PROFESSIONALS (0.8); ANALYSIS OF CANTOR COLBURN'S FEE STATEMENT AND PAYMENT THEREOF (1.2); ANALYSIS OF HOWARD AND HOWARD'S FEE STATEMENT (0.5); ANALYSIS OF ROTHSCHILD FEE STATEMENT (0.7); ANALYSIS OF FEE STATEMENTS OF FOLLOWING FIRMS: LATHAM, E&Y, BUTZEL LONG, SHEARMAN, TOGUT, WILMER HALE, AND WARNER STEVENS (3.9); REVIEWED AND REVISED AMENDED OCP LIST (0.6).
DE ELIZALDE D	02/03/06	4.70	SUPERVISED SIGN OFF AND SIGNATURES OF AMENDED OCP LIST (1.2); COORDINATED FILING OF FEE APPLICATIONS (0.9); REVIEWED AND REVISED JLL'S SUPPLEMENTAL AFFIDAVIT IN SUPPORT OF RETENTION ORDER (1.5); REVIEW INVOICE OF ALVAREZ & MARSAL AND ADVISED COMPANY RE: PAYMENT (0.7); SUPERVISED FILING OF OCP AFFIDAVITS (0.4).
DE ELIZALDE D	02/06/06	6.90	TRACKED OBJECTIONS TO FEE STATEMENTS OF PROFESSIONALS TO SUPERVISE PAYMENT OF PROFESSIONAL FEES (1.5); ORGANIZED FEE APPLICATION FILING BY ALL PROFESSIONALS (0.7); SUPERVISED FILING AND SERVING OF JLL'S SUPPLEMENTAL AFFIDAVIT IN SUPPORT OF JLL'S APPLICATION FOR EMPLOYMENT (0.9); COORDINATED FILING OF AMENDED OCP LIST (0.5); SUPERVISED FILING OF OCP AFFIDAVITS (0.4); RESPONDED TO QUESTIONS RE: FILING OF OCP AFFIDAVITS BY BAKER & MCKENZIE (0.4); CHECKED STATUS ON E&Y RETENTION APPLICATION (0.3); TELECONFERENCE WITH AN OCP TO RESPOND TO QUESTIONS RE: DISINTERESTEDNESS (1.4); ANALYSIS OF WHETHER AN OCP NEEDED TO BE RETAINED (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	02/07/06	6.80	TELECONFERENCE AND EMAILS WITH S. GALE RE: OCP LIST (0.8); EMAIL TO S. CORCORAN RE: OCP LIST (0.3); REVIEWED AND REVISED APPLICATION FOR EMPLOYMENT OF THOMPSON HINE (0.5); REVIEWED AND REVISED APPLICATION FOR EMPLOYMENT OF RADAR FISHMAN (0.5); REVIEWED AND REVISED APPLICATION FOR EMPLOYMENT OF QUINN EMANUEL (0.3); SUPERVISED FILING AND SERVICE OF APPLICATION FOR EMPLOYMENT (0.9); ANSWERED QUESTION POSED BY MARK ROZYCKI RE: DEFINITION OF "PROFESSIONAL" UNDER THE BANKRUPTCY CODE (0.7); REVIEWED AND REVISED OCP LIST TO DELETE LAW FIRMS THAR ARE PAID UNDER THE HUMAN CAPITAL ORDER (0.8); COORDINATED PAYMENT OF E&Y AND SKADDEN'S INVOICES (0.4); ANSWERED M. ROZYCKI'S QUESTION RE: RETENTION OF D&T AS OCP (0.4); ANSWERED QUESTIONS POSED BY M. PISCITELLI RE: INVOICES BY QUINN EMANUEL AND FEE STATEMENT BY WILMER (1.2).
DE ELIZALDE D	02/08/06	7.00	COORDINATED DRAFTING AND FILING OF FEE APPLICATIONS OF ALL RETAINED PROFESSIONALS (1.5); ANSWERED QUESTION BY R. SPARKS RE: FILING OF OCP AFFIDAVITS BY FOREIGN ENTITIES (0.3); SUPERVISED TRACKING OF RETAINED PROFESSIONALS AND THEIR CONTACT INFORMATION (0.9); SUPERVISED FILING OF AMENDED OCP LIST (0.3); ANALYSIS OF REQUEST BY BAKER & DANIELS THAT DELPHI WITHDRAWS ITS APPLICATION TO EMPLOY THEM (1.9); TRACKING PAYMENTS TO RETAINED PROFESSIONALS (2.1).
DE ELIZALDE D	02/09/06	5.60	REVIEWED LIST OF ORDINARY COURSE PROFESSIONALS AND COMPARED IT TO THE LIST OF ORDINARY COURSE PROFESSIONALS WHO HAVE ALREADY FILED AFFIDAVITS (0.9); SUPERVISED SERVICE OF NOTICE OF AMENDED OCP LIST (0.5); COORDINATED FILING OF FEE APPLICATIONS (0.4); TRACKING PAYMENT TO RETAINED PROFESSIONALS (1.5); TRACKING OCPS WHO HAVE FILED AFFIDAVITS (1.8); REVIEWED AND REVISED DRAFT LETTER TO OCPS REMINDING THEM OF THEIR OBLIGATION TO FILE AN AFFIDAVIT (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	02/10/06	6.30	ANALYSIS OF RETENTION OF FIRM DOING ASSET VALUATION FOR DELPHI (0.5); TELECONFERENCE AND EMAIL TO DENISE OLBRECHT RE: PROCESS FOR RETAINING ORDINARY COURSE PROFESSIONALS (0.6); ANSWERED QUESTIONS BY CREDITORS COMMITTEE'S COUNSEL RE: RETENTION OF DIFFERENT IP COUNSEL TO THE DEBTORS (1.5); COORDINATED FILING OF FTI'S SUPPLEMENTAL AFFIDAVIT IN SUPPORT OF FTI'S APPLICATION FOR EMPLOYMENT (0.6); TRACKING OF PAYMENTS TO PROFESSIONALS (0.9); ANALYSIS OF KCC'S DECEMBER INVOICE (0.4); SUPERVISED FILING OF OCP AFFIDAVIT (0.2); TELECONFERENCE WITH P. ALONSO TO PROVIDE GUIDANCE TO COMPLETING, FILING, AND SERVING OCP AFFIDAVIT (0.4); REVIEWED LIST OF FIRMS WHO HAD FILED OCP AFFIDAVITS PURSUANT TO FTI'S REQUEST (1.2).
DE ELIZALDE D	02/13/06	1.20	REVISED LETTER TO ORDINARY COURSE PROFESSIONALS WHO HAVE NOT FILED AFFIDAVITS YET (0.8); ANSWERED EMAIL FROM M. PISCITELLI RE: FILING AFFIDAVITS OF OCPS (0.1); SUPERVISED FILING OF AFFIDAVIT OF DINSMORE & SHOHL (0.2); TELECONFERENCE WITH M. KAMISCHKE RE: JLL FEE APPLICATION (0.1).
DE ELIZALDE D	02/14/06	3.90	TELECONFERENCE WITH DELPHI RE: JLL'S FEE APPLICATION (0.3); REVIEWED AND REVISED KPMG'S APPLICATION (1.3); REVISED NOTICE OF PRESENTMENT OF KPMG'S APPLICATION (0.4); SUPERVISED FILING OF AFFIDAVITS OF OCPS (0.8); TELECONFERENCE WITH J. VITALE RE: PAYMENT TO ADVISORS TO UNIONS (0.6); UPDATED MEMO RE: PAYMENT TO DIFFERENT PROFESSIONALS AND SENT SUCH MEMO TO J. VITALE AND M. PISCITELLI (0.5).
DE ELIZALDE D	02/16/06	2.30	REVIEWED AND REVISED COVINGTON'S APPLICATION FOR EMPLOYMENT (1.9); REVIEWED LIST OF PROFESSIONALS THAT HAD FILED AFFIDAVITS (0.4).
DE ELIZALDE D	02/17/06	0.90	SUPERVISED FILING OF COVINGTON'S APPLICATION (0.5); REVIEWED AND REVISED LETTER TO COURT WITHDRAWING FILING OF OCP AFFIDAVIT (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	02/20/06	4.60	TELECONFERENCE WITH J. NOLAN RE: PAYMENT OF KCC INVOICES AND EMAIL RE: SAME (0.4); EMAIL TO KCC RE: NOTICE OF OBJECTIONS TO BILLS (0.1); UPDATE DELPHI IN PAYMENT OF DECEMBER FEE STATMENTS (MESIROW, FTI AND BUZTEL LONG) (0.9); CONFERENCE CALL AND EMAILS WITH M. PISCITELLI RE: SIMPSON THACHER'S INVOICES (0.6); REVIEWED AND REVISED OCP LIST PURSUANT TO DELPHI'S INSTRUCTIONS (0.3); UPDATED CHART RE: PAYMENT TO PROFESSIONALS (1.2); REVIEWED AND REVISED SECOND DRAFT OF LETTER REMINDING ORDINARY COURSE PROFESSIONALS TO FILE AFFIDAVITS (0.5); ANALYSIS OF REVISED APPLICATION BY UCC TO RETAIN JEFFERIES (0.6).
DE ELIZALDE D	02/21/06	4.40	ANALYSIS OF KPMG'S RETENTION LETTER (0.9); REPLIED TO S. KIHN'S QUESTIONS RE: STATUS OF DIFFERENT PROFESSIONALS (0.4); EDITED CHART RE: TRACKING OF PROFESSIONALS' INVOICES AND PAYMENTS THERETO (1.3); COORDINATED PAYMENT OF INVOICES OF RETAINED PROFESSIONALS WITH M. PISCITELLI AND J. NOLAN (1.8).
DE ELIZALDE D	02/22/06	4.50	REVIEWED AND REVISED E&Y'S AUDIT ENGAGEMENT LETTER (1.6); REVIEWED AND REVISED CHART RE: PAYMENT TO PROFESSIONALS (2.5); SUPERVISED FILING OF OCP AFFIDAVITS (0.4).
DE ELIZALDE D	02/23/06	7.40	ANALYSIS OF WHETHER A PROFESSIONAL RETAINED BY THE DEBTORS NEEDED TO FILE A SUPPLEMENTAL APPLICATION (1.2); ANALYSIS OF PRICE HENEVELD'S INVOICES (1.3); REVIEWED AND REVISED CHART RE: PAYMENT TO PROFESSIONALS (0.9); SUPERVISED FILING OF OCP AFFIDAVITS (0.3); SUPERVISED SENDING OF REMINDERS TO OCPS OF THEIR OBLIGATION TO FILE AFFIDAVITS (1.9); REVIEWED AND REVISED E&Y'S AUDIT ENGAGEMENT LETTER (0.7); REVIEWED AND REVISED SECOND AMENDED LIST OF OCPS (0.3); TELECONFERENCE WITH KPMG'S ATTORNEY RE: KPMG RETENTION (0.5); TELECONFERENCE WITH J. NOLAN RE: BILLING AND PAYMENT OF PROFESSIONALS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	02/24/06	4.30	TRACKING PAYMENT OF FIRM AUTHORIZED TO BE PAID BY THE DIP FINANCING ORDER (0.4); INVESTIGATING ANSWER TO QUESTION BY THE UCC RE: RETENTION OF TWO FIRMS (0.2); TRACKING INVOICE FROM BANNER WITCOFF (0.7); CONFERENCE CALL WITH KPMG'S ATTORNEYS RE: KPMG APPLICATION (0.4); ANALYSIS OF ISSUE RE: MOBILEARIA'S PROFESSIONALS (0.3); ANALYSIS RE: JLL'S INVOICES (1.3); REVIEW OF LIST OF NON-DEBTOR SUBSIDIARIES AND THEIR ADDRESSES TO PROVIDE LIST TO KPMG FOR ITS CONFLICTS REVIEW (0.7); SUPERVISED FILING OF OCP AFFIDAVITS (0.3).
DE ELIZALDE D	02/27/06	4.90	ANALYSIS OF WILMER CUTLER JANUARY FEE STATEMENT (0.5); SUPERVISED FILING OF FTI'S SUPPLEMENTAL DECLARATION (0.2); ANALYSIS OF INTERIM COMPENSATION ORDER TO DETERMINE REQUIREMENT OF NOTICE RE: FEE APPLICATIONS (0.9); AMENDED OCP LIST PURSUANT TO RESPONSE FROM ONE PROFESSIONAL (0.4); ANALYSIS OF INVOICE OF OUTSIDE CONSULTANT (0.5); ANALYSIS OF WHETHER MANAGEMENT CONSULTING FIRMS HAVE TO BE RETAINED AS PROFESSIONALS (0.8); SUPERVISED FILING OF FTI'S SUPPLEMENTAL AFFIDAVIT (0.4); FURTHER REVIEWED AND REVISED E&Y'S AUDIT ENGAGEMENT LETTER (1.2).
DE ELIZALDE D	02/28/06	5.80	RESPONDED TO QUESTIONS RE: DRAFTING, FILING, AND SERVING ORDINARY COURSE PROFESSIONALS' AFFIDAVITS (1.3); ANALYSIS OF WHETHER A COMPANY NEEDS TO BE RETAINED AS AN ORDINARY COURSE PROFESSIONAL (0.7); TRACKING PAYMENT OF SIMPSON THACHER'S INVOICES (0.6); SUPERVISED FILING OF OCP AFFIDAVITS (0.5); SUPERVISED FILING AND SERVING OF FTI'S SUPPLEMENTAL AFFIDAVIT AND DRAFTING OF CERTIFICATE OF SERVICE (0.5); RESPONDED TO KATHY BAMBACH'S QUESTIONS RE: OCP AFFIDAVITS FILED (0.3); REVIEWED OMM'S SUBMISSION OF EXPENSES (0.7); ANALYSIS OF WHETHER A FIRM DOING WORKER COMPENSATION SHOULD BE SUBJECT TO THE ORDINARY COURSE PROFESSIONALS' ORDER (1.2).

94.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/01/06	0.20	ATTENTION TO K. BAMBACH RE: PROFESSIONAL FEES (0.2).
MEISLER RE	02/03/06	0.70	BEGAN REVIEW OF JEFFERIES APPLICATION (0.7).
MEISLER RE	02/09/06	0.90	TELECONFERENCE WITH J. WEISS RE: JONES LANG LASALLE (0.2); FOLLOW UP RE: SAME (0.3); CORRESPONDED WITH OTHER PROFESSIONALS RE: FIRST INTERIM FEE APPLICATIONS RE: OTHER PROFESSIONALS (0.3); TELECONFERENCE WITH S. CORCORAN RE: INTERIM COMPENSATION PROCEDURES (0.1).
MEISLER RE	02/13/06	0.10	TELECONFERENCE WITH B. KAPLAN RE: KPMG RETENTION (0.1).
MEISLER RE	02/14/06	0.10	TELECONFERENCE WITH S. CORCORAN RE: ORDINARY COURSE PROFESSIONAL INQUIRY (0.1).
MEISLER RE	02/19/06	0.40	ATTENTION TO RETENTION MATTERS (0.4).
MEISLER RE	02/20/06	0.30	REVIEW STATUS OF COVINGTON RETENTION (0.2) AND DRAFT CORRESPONDENCE TO D. SHERBIN RE: SAME (0.1).
MEISLER RE	02/21/06	0.10	TELECONFERENCE WITH A. TOGUT RE: RETENTION MATTERS (0.1).
MEISLER RE	02/22/06	1.60	ANALYSIS OF DISINTERESTEDNESS (0.2); REVIEWED CASE RE: SAME (0.5); PREPARE FOR TELECONFERENCE RE: RETENTION APPLICATIONS (0.4); TELECONFERENCE WITH A. TOGUT AND B. SHAW RE: SAME (0.5).
MEISLER RE	02/23/06	0.90	CONTINUED TO RETENTION APPLICATIONS (0.5); TELECONFERENCE WITH A. TOGUT RE: SAME (0.2); ATTENTION TO OCP RETENTION INQUIRIES (0.2).
MEISLER RE	02/24/06	0.30	CONTINUED ATTENTION TO RETENTION MATTERS (0.3).
MEISLER RE	02/25/06	0.60	REVIEW KCC MONTHLY FEE PACKAGE (0.6).
		6.20	
OGUNSANYA GO	02/21/06	3.50	RESEARCH OF DISINTERESTED INVESTMENT ADVISOR RULES AND CASE-LAW (3.5).
		3.50	
ZALTZMAN H	02/01/06	4.40	EDIT/DRAFT DICKINSON WRIGHT RETENTION APPLICATION, ORDER, AND AFFIDAVIT (3.2); DISCUSS UPDATED DOCUMENTS WITH ED HOWBERT OF DICKINSON (0.5); REVIEW FEE/EXPENSES INVOICES RE: PAYMENTS TO RETAINED PROFESSIONALS FOR CHART (0.5); REVIEW OCP AFF AND CERT OF SERVICE FOR CLARK CONSULTING (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/02/06	1.00	DRAFT LETTER TO PROFESSIONALS RE: FEE/EXPENSE SUBMISSIONS AND EMAIL TO PROFESSIONALS (1.0).
ZALTZMAN H	02/03/06	6.20	ANSWER RETENTION APPLICATION QUESTION FOR A. KUSHNIR AT BLAKE (0.4); CONTINUE DRAFTING DICKINSON WRIGHT RETENTION APPLICATION (1.2); DISCUSS PAYMENT OF FEES/EXPENSES WITH J. SHEPARD OF WILMER LLP (0.1); REVIEW OF HORWOOD MARCUS AFFIDAVIT AND CERT OF SERVICE (0.2); SPEAK WITH L. GRETCHKO OF HOWARD & HOWARD P.C. RE: FEE PAYMENT (0.1); RESPOND TO E&Y EMAIL RE: RETENTION FEES (0.1); DRAFT EMAIL TO DELPHI'S T. TWOMY RE: HOWARD'S RETENTION STATUS (0.1); DISCUSS RETENTION PAYMENT ISSUES WITH M. NAFT OF COVINGTON (0.1); DRAFT COVINGTON RETENTION APPLICATION MATERIALS (3.8); DISCUSS QUINN'S RETENTION STATUS WITH I. WOON OF QUINN (0.1).
ZALTZMAN H	02/06/06	7.00	DISCUSS RETENTION PROCEDURES WITH J. MURPHY FROM CROWELL & MORING LLP AND MAKE CHANGES TO RETENTION MATERIALS (0.4); DISCUSS APPLICATION FILING WITH T. LIENISCH OF THOMPSON HINE AND MAKE CHANGES TO APPLICATION (0.1); SPEAK WITH P. UROFSKY OF CADWALADER RE: FILING THEIR APPLICATION (0.3); PREPARE FINAL BAKER & DANIELS RETENTION MATERIALS FOR FILING TOMORROW (1.2); PREPARE FINAL CADAWALDER RETENTION MATERIALS FOR FILING TOMORROW (0.8); PREPARE FINAL RETENTION MATERIALS FOR FILING (1.0); PREPARE FINAL QUINN EMANUEL RETENTION MATERIALS FOR FILING (1.0); PREPARE FINAL RADER FISHMAN RETENTION MATERIALS FOR FILING (1.0); PREPARE FINAL THOMPSON HINE RETENTION MATERIALS FOR FILING (1.2).
ZALTZMAN H	02/07/06	2.70	FINALIZE 5 RETENTION APPLICATIONS FOR FILING TODAY (0.8); REVIEW BT CONNECTS OCP AFF AND CERT OF SERVICE AND DISCUSS WITH COLIN HULL OF BT CONNECT (0.4); FILE 5 RETENTION APPLICATIONS AND PREPARE FOR SERVICE OF PROCESS AND SENDING COURTESY COPIES TO LATHAM, CHAMBERS, AND THE US TRUSTEE (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/08/06	1.50	DRAFT LETTER TO ALL PROFESSIONALS RE: UPCOMING FEE APP DEADLINE AND ANSWER QUESTIONS RE: FEE APP PROCEDURES (0.8); SPEAK WITH J. JAFFE OF BAKER & DANIELS RE: RETAINED PROFESSIONALS FILING (0.5); SPEAK WITH J. MURPHY RE: POSSIBLE SETTLEMENT ISSUES RE: LITIGATION INVOLVING DELPHI (0.1); REVIEW OCP AFF AND CERT OF SERVICE OF K. PFLAUM (0.1).
ZALTZMAN H	02/09/06	1.20	PREPARE COVINGTON, CROWELL, AND DICKINSON MATERIALS FOR PRESENTATION (0.4); REVIEW D. BUFFENSTEIN OF P. HASTINGS LLP OCP AFF AND CERT OF SERVICE (0.1); REVIEW ANNE & MURPHY OCP AFF AND CERT OF SERVICE (0.1); DEVELOP STRATEGY RE: NEXT STEPS IN RETENTION FILINGS FOR RETAINED PROFESSIONALS (0.2); DRAFT EMAIL TO ALL RETAINED PROFESSIONALS RE: PROCEDURES FOR FEE APP. (0.4).
ZALTZMAN H	02/10/06	0.50	SPEAK WITH M. RIELA OF LATHAM RE: FILED RETENTIONS (0.1); SPEAK WITH J. JAFFE OF BAKER AND DANIELS RE: THEIR RETENTIONS (0.3); SEND OCP MATERIALS TO J. JAFFE AT BAKER AND DANIELS (0.1).
ZALTZMAN H	02/13/06	0.30	DISCUSS RETENTION UPDATE AND DEVELOP RETENTION STRATEGY (0.2); CORRESPOND WITH A. KUSHNIR OF BLAKES RE: RUNNING CONFLICTS FOR THEIR RETENTION (0.1).
ZALTZMAN H	02/14/06	0.30	CORRESPOND WITH T. LIENESCH OF THOMPSON HINE LLP RE: FEE APP PROCEDURES (0.1); CORRESPOND WITH L. BURDICK OF THOMPSON HINE RE: FEE APP AND SUBMITTING INVOICE (0.1); CORRESPOND WITH A. KUSHNIR OF BLAKES RE: FEE APP. (0.1).
ZALTZMAN H	02/15/06	6.40	REVIEW FILING OF SEVERAL OCP AFFIDAVITS (0.1); REVIEW OCP AFF OF D. LYONS OF ABATE (0.1); REVIEW KPMG RETENTION APP (0.2); EDIT NOTICE OF PRESENTMENT FOR KPMG RETENTION APP. (0.3); OVERSEE FILING OF KPMG RETENTION PLEADINGS (5.3); DEVELOP STRATEGY RE: CADWALADER RETENTION (0.2); CONTINUE REVIEW OF SEVERAL OCP AFFIDAVITS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/16/06	2.60	REVIEW BAKER & DANIELS OCP AFF AND CERT OF SERVICE FOR FILING (0.3); EDIT COVINGTON RETENTION APPLICATION (1.0); SPEAK WITH L. GRETCHKO OF H&H RE: FEE APP. (0.1); EDIT COVINGTON RETENTION AFFIDAVIT (0.5); EDIT COVINGTON RETENTION ORDER (0.2); DRAFT COVINGTON RETENTION NOTICE OF PRESENTMENT (0.2); CORRESPOND WITH M. NAFT OF COVINGTON RE: THEIR APPLICATION (0.3).
ZALTZMAN H	02/17/06	1.50	REVIEW COVINGTON'S RETENTION MATERIALS IN PREPARATION FOR FILING (1.5).
ZALTZMAN H	02/18/06	0.20	PREPARE BLACKLINES OF DICKINSON AND CROWELL RETENTION APPS (0.2).
ZALTZMAN H	02/20/06	5.50	REVIEW CROWELL RETENTION PLEADINGS (0.2); PREPARE AND DRAFT EMAIL TO ALL FEE APP PROFESSIONALS RE: NOTICE PROCEDURES FOR FILING FEE APP (0.4); DISCUSS CADWALADER RETENTION RE: THEIR RETENTION STATUS (0.2); EDIT CADWALADER RETENTION APPLICATION (0.8); CORRESPOND WITH J. SHEPHARD OF WILMER RE: NOTICE FOR FEE APPLICATION (0.1); CORRESPOND WITH N. BERGER OF TOGUT RE: NOTICE OF FEE APPLICATION (0.1); UPDATE RETENTION CHART INDICATING CURRENT STATUS (0.2); EDIT CADWALADER AFFIDAVIT (1.5); EDIT CADWALADER ORDER (0.5); DRAFT CADWALADER 10-DAY NOTICE OF PRESENTMENT (0.4); DRAFT CROWELL 10-DAY NEGATIVE NOTICE OF PRESENTMENT (0.4); DRAFT DICKINSON 10-DAY NOTICE OF PRESENTMENT (0.3); CORRESPOND WITH J. JAFFE AND K. ERDMAN OF BAKER AND DANIELS RE: THEIR OCP AFFIDAVIT (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/21/06	7.30	CORRESPOND WITH K. ERDMAN OF BAKER & DANIELS RE: COMPLETING THEIR OCP AFF. (0.1); SPEAK WITH JAMES HAWKS OF BAKER & MCKENZIE (LONDON) RE: OCP AFFIDAVIT (0.2); REVIEW CADWALADER, CROWELL, AND DICKINSON MATERIALS (1.0); REVIEW CASE LAW RE: "DISINTERESTEDNESS" STANDARD UNDER 327 (E) OF THE CODE (0.5); REVIEW COLIN HULL OCP AFFIDAVIT AND CERT OF SERVICE (0.1); REVIEW DUCHARME'S OCP AFF AND CERTIFICATE OF SERVICE FOR FILING (0.1); REVIEW KENYON AND KENYON OCP AFF AND CERTIFICATE OF SERVICE FOR FILING (0.1); UPDATE RETENTION STATUS CHART (0.2); REVIEW DICKINSON WRIGHT RETENTION DOCUMENTS FOR FINAL TIME AND FILE DOCUMENTS (1.2); CORRESPOND WITH W. HONAKER AT DICKINSON RE: ALL RETENTION DOCUMENTS AND NOTARIZING THE AFFIDAVIT (0.3); REVIEW CROWELL RETENTION MATERIALS FOR FINAL TIME AND FILE (0.8); CORRESPOND WITH J. MURPHY RE: ALL RETENTION DOCUMENTS AND NOTARIZING THE AFFIDAVIT (0.4); REVIEW CADWALADER RETENTION MATERIALS AND FILE (1.4); CORRESPOND WITH P. UROFSKY OF CADWALADER RE: ALL RETENTIONS AND NOTARIZING THE AFFIDAVIT (0.4); REVIEW OCP AFF AND CERT OF SERVICE OF KPMG CANADA (0.1); REVIEW ABATE AFF AND CERTIFICATE OF SERVICE - NO CERT OF SERVICE INCLUDED WITH FILING (0.1); REVIEW BATCH OF OCP AFFS TO SEE IF THEY WERE ALREADY FILED (0.3).
ZALTZMAN H	02/22/06	1.10	REVIEW KPMG RETENTION APPLICATION TO SEE WHETHER IT COVERS KPMG CANADA (0.8); CORRESPOND WITH M. PISCITELLI FROM DELPHI RE: PAYMENT TO PRICE, HENEVELD (0.2); CORRESPOND WITH M. NAFTA OF COVINGTON RE: THEIR RETENTION OBJECTION DEADLINE (0.1).
ZALTZMAN H	02/23/06	1.60	CORRESPOND WITH T. BRYAND OF HOWARD & HOWARD, LLC RE: FEE APP PROCEDURES (0.3) CORRESPOND WITH C. SHIFLEY OF BANNER & WITCOFF RE: THE MONTHLY FEES (0.1) REVIEW BAKER & DANIELS OCP AFF AND CERTIFICATE OF SERVICE AND FILE (0.2); REVIEW M. LAVOIE OCP AFF AND CERTIFICATE OF SERVICE (0.1); CORRESPOND WITH C. REID OF WARNER STEVENS RE: FEE APP AND MONTHLY STATEMENTS (0.2); DRAFT LETTER TO DELPHINE L. EVANS OF EVANS, PLETKOVIC RE: NOTICE OF FEE STATEMENTS (0.3); RESPOND TO UCC REQUEST RE: DIFFERENCES BETWEEN CADWALADER'S APPLICATION FROM WILMERS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/24/06	0.70	CORRESPOND WITH K. GRZELAK OF PRICE HENEVELD RE: FEE APPLICATION (0.3); CORRESPOND WITH J. GULIELMO OF FTI RE: FILING OF FEE APP. (0.4).
ZALTZMAN H	02/27/06	4.60	REVIEW EMAILS RE: BOOZ ALLAN HAMILTON RETENTION (0.2); CORRESPOND WITH M. PISCITELLO OF DELPHI RE: HOWARD & HOWARD'S PAYMENT (0.3) CORRESPOND WITH L. GRETCHKO OF HOWARD AND HOWARD RE: NOTICE OF FEE APP (0.2); CORRESPOND WITH J. GUGLIELMO OF FTI RE: SKADDEN'S FILING OF FTI'S FEE APP (0.3); DRAFT FEE APP REMINDER AND EXPLANATION OF NOTICE PROCEDURE TO ALL PROFESSIONALS (0.4); CORRESPOND WITH A. KUSHNIR OF BLAKE'S RE: FE APPLICATION (0.2); CORRESPOND WITH J. SADOWDKI OF HOWARD AND HOWARD RE: PAYMENT OF FEES (0.4); CORRESPOND WITH R. KISICKI OF JAECKLE FLEISHMANN RE: FEE APP (0.2); DRAFT EMAIL TO ALL PROFESSIONALS RE: PRECEDENT TO USE FOR FEE APPLICATION (0.3); CORRESPOND WITH MIKE NAFT OF COVINGTON RE: THEIR FEE APPLICATION (0.2); REVIEW SDNY PRECEDENT RE: POSSIBLE RETENTION OF CONSULTING FIRM (1.5); REVIEW SEVERAL OCP AFFS AND CERTS OF SERVICE (0.4).
ZALTZMAN H	02/28/06	2.70	CORRESPOND WITH J. ROSSIE OF ERNST AND YOUNG RE: FEE APP. (0.1); CORRESPOND WITH M. NAFT OF COVINGTON RE: NOTICE REQUEST ISSUE (0.2); DRAFT FAX TO LENOX, SOCEY RE: OCP AFF AND CERT OF SERVICE REQUIREMENTS (0.4); REVIEW STATUS OF OCP FOR DOUGLAS ELLEMANN (0.2); SPEAK WITH ROLAND FORMIDONI RE: OCP AFF AND CERTIFICATE OF SERVICE FILING (0.2); REVIEW R. FORMIDONI OCP AFF AND CERTIFICATE OF SERVICE FOR FILING (0.2); CORRESPOND WITH R. JANGER OF O'MELVENY RE: FEE APPLICATION (0.3); REVIEW D. PRICHARD AFF AND CERTIFICATE OF SERVICE FOR FILING (0.2); CORRESPOND TO T. BRYANT OF HOWARD AND HOWARD RE: FEE APPLICATION (0.4); CORRESPOND WITH C. SHIFLEY OF BANNER AND WITCOFF RE: FEE APPLICATION (0.3); CORRESPOND WITH J. JAFFE OF BAKER AND DANIEL'S RE: PAYMENT ISSUES (0.2).

59.30

Total Associate

167.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	02/28/06	6.60	CONTINUE PREPARING PROFESSIONAL SUMMARY CHART (6.6).
		6.60	
SALAZAR AG	02/01/06	0.60	PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF ORDINARY COURSE PROFESSIONALS (0.6).
SALAZAR AG	02/02/06	0.80	PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF OCP (0.8).
SALAZAR AG	02/06/06	0.20	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF ORDINARY COURSE PROFESSIONAL (0.2).
SALAZAR AG	02/09/06	0.50	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF OCP (0.5).
SALAZAR AG	02/13/06	0.90	PREPARE AND ELECTRONICALLY FILE OCPS (0.9).
SALAZAR AG	02/14/06	0.70	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF OCP (0.7).
SALAZAR AG	02/15/06	1.80	PREPARE AND ELECTRONICALLY FILE KPMG RETENTION APPLICATION AND AFFIDAVITS OF OCP (1.8).
SALAZAR AG	02/21/06	0.60	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF OCP (0.6).
SALAZAR AG	02/23/06	1.30	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF OCP (1.3).
SALAZAR AG	02/27/06	1.70	PREPARE AND ELECTRONICALLY FILE SUPPLEMENTAL DECLARATION FOR RETENTION OF FTI (1.4); PREPARE AND ELECTRONICALLY FILE AFFIDAVITS FOR ORDINARY COURSE PROFESSIONALS (0.3).
SALAZAR AG	02/28/06	1.50	PULL AND EDIT FEE COMMITTEE LANGUAGE ON INTERIM COMPENSATION PLEADINGS (0.4); REVIEW AFFIDAVITS OF ORDINARY COURSE PROFESSIONALS, PREPARE AND ELECTRONICALLY FILE AND UPDATE CHART WITH ADDITIONAL PROFESSIONALS (1.1).
		10.60	
ZSOLDOS AF	02/01/06	5.80	UPDATE FEE APPLICATION CHART (5.8).
ZSOLDOS AF	02/02/06	2.50	ASSIST WITH LETTER RE: PROPER PROCEDURES FOR SUBMITTING FEE APPLICATION (0.3); UPDATE RETAINED PROFESSIONALS CHART (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	02/07/06	4.90	ELECTRONICALLY FILE RETENTIONS OF: BAKER & DANIELS, LLP, JAECKLE FLEISCHMANN & MUGEL, LLP, QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP , RADAR, FISHMAN & GRAUER PLLC, AND THOMPSON HINE LLP (3.2); PREPARE COURTESY COPIES FOR CHAMBERS, US TRUSTEE, CREDITORS COMMITTEE, AND FILING FIRMS (1.7).
ZSOLDOS AF	02/08/06	0.80	UPDATE FEE APPLICATIONS CHART (0.8).
ZSOLDOS AF	02/09/06	0.40	ELECTRONICALLY FILE NOTICE OF REVISED LIST OF PROFESSIONALS AND COORDINATE SERVICE (0.4).
ZSOLDOS AF	02/14/06	0.40	TELECONFERENCE WITH A. KUSHNIR AT BLAKES RE: RETENTION APPLICATION (0.4).
ZSOLDOS AF	02/16/06	4.30	UPDATE FEE CHART OF PROFESSIONALS (1.6); ORGANIZE FEE STATEMENTS (2.7).
ZSOLDOS AF	02/17/06	1.30	FINALIZE AND ELECTRONICALLY FILE COVINGTON AND BURLING RETENTION APPLICATION (0.9); PREPARE COURTESY COPIES FOR CHAMBERS AND US TRUSTEE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	02/21/06	4.40	ELECTRONICALLY FILE DICKINSON, CROWELL, AND CADWALADER RETENTION APPLICATIONS AND COORDINATE SERVICE WITH KCC (3.2); UPDATE FEE APPLICATION CHARTS (0.7); COORDINATE PRODUCTION OF LETTER TO ORDINARY COURSE PROFESSIONALS WHO HAVE NOT FILED AFFIDAVITS (0.5).
ZSOLDOS AF	02/22/06	3.70	REVIEW LATEST DRAFT OF OCP LETTER AND PREPARE FOR DISTRIBUTION (1.3); TELECONFERENCE RE CANTOR COLBURN INVOICE WITH D. BRUSO (0.3); TELECONFERENCE WITH W. EGUCHI RE: ERNST & YOUNG APPLICATION (0.2); REVIEW E&Y APPLICATION IN PREPARATION FOR CALL (0.9); UPDATE FEE APPLICATION CHARTS (1.0).
ZSOLDOS AF	02/23/06	7.00	PREPARE NUMEROUS OCP LETTERS FOR DISTRIBUTION (4.1); PREPARE LETTERS FOR NEXT MAIL MERGE AND COORDINATE WITH WORD PROCESSING (0.3); ORGANIZE NEW FEE APPLICATIONS RECEIVED WITH THOSE ALREADY RECEIVED (0.4); UPDATE FEE CHART (2.2).
ZSOLDOS AF	02/27/06	2.40	UPDATE FEE CHART (0.5); UPDATE FILES OF FEE APPLICATIONS (0.3); RESEARCH MAJOR SDNY CASES FOR CONSULTING FIRM PRECEDENTS (1.6).
		37.90	
Total Legal Assistant		55.10	
TOTAL TIME		<u>243.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/03/06	Copy Center, D	23.11
In-house Reproduction	02/07/06	Copy Center, D	243.27
In-house Reproduction	02/10/06	Copy Center, D	39.01
In-house Reproduction	02/14/06	Copy Center, D	15.10
In-house Reproduction	02/17/06	Copy Center, D	95.63
In-house Reproduction	02/17/06	Copy Center, D	780.50
In-house Reproduction	02/24/06	Copy Center, D	272.27
In-house Reproduction	02/28/06	Copy Center, D	25.11
TOTAL IN-HOUSE REPRODUCTION			\$1,494.00
Telephone Expense	02/24/06	Telecommunications, D	4.24
Telephone Expense	02/24/06	Telecommunications, D	4.68
Telephone Expense	02/24/06	Telecommunications, D	0.08
TOTAL TELEPHONE EXPENSE			\$9.00
Lexis/Nexis	02/14/06	Zaltzman H	146.41
Lexis/Nexis	02/20/06	Ogunsanya GO	76.46
Lexis/Nexis	02/21/06	Ogunsanya GO	54.51
Lexis/Nexis	02/21/06	Zaltzman H	129.33
Lexis/Nexis	02/22/06	Ogunsanya GO	187.29
TOTAL LEXIS/NEXIS			\$594.00
TOTAL MATTER			\$2,097.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/04/06	0.50	TELECONFERENCE WITH D. MARTINI RE: FEE COMMITTEE MATTERS AND UST'S REQUEST FOR ADJOURNMENT OF MARCH 9TH HEARING (0.2); TELECONFERENCE WITH J. SHEEHAN, S. CORCORAN AND K. CRAFT RE: SAME (0.2); EMAIL TO D. MARTINI RE: SAME (0.1).
BUTLER, JR. J	03/07/06	0.40	FOLLOW-UP ON MARCH 4TH TELECONFERENCE WITH D. MARTINI RE FEE COMMITTEE MATTERS (0.2); REVIEW AND REVISE SUPPLEMENTAL COMPENSATION ORDER (0.2).
BUTLER, JR. J	03/10/06	0.20	EMAILS TO/FROM D. MARTINI, E. AUSTIN AND B. ROSENBERG RE MARCH 22ND MEET AND CONFER MEETING RE FEE COMMITTEE PROTOCOL (0.2).
		1.10	
MARAFIOTI KA	03/06/06	0.10	REVIEW SUPPLEMENTAL INTERIM COMPENSATION ORDER (0.1).
MARAFIOTI KA	03/07/06	0.50	REVIEW AND REVISE DRAFT SUPPLEMENTAL INTERIM COMPENSATION ORDER (0.2); UPDATE RE: GM ISSUES (0.3).
MARAFIOTI KA	03/08/06	0.30	REPORT RE: FEE ISSUES (0.1) AND REVIEW INTERIM COMPENSATION ORDER (0.2).
MARAFIOTI KA	03/10/06	0.10	CORRESPONDENCE WITH U.S. TRUSTEE AND COMMITTEE RE: FEE COMMITTEE PROPOSAL (0.1).
MARAFIOTI KA	03/13/06	0.50	REVIEW E&Y ENGAGEMENT LETTER (0.5).
MARAFIOTI KA	03/15/06	1.30	REVIEW AND REVISE SECOND REVISED NOTICE OF ORDINARY COURSE PROFESSIONALS (0.2); REVIEW E&Y RETENTION PLEADINGS (0.9); TELECONFERENCE WITH S. CORCORAN RE: DELOITTE ISSUES (0.2).
MARAFIOTI KA	03/16/06	0.20	REVIEW E&Y PLEADINGS (0.2).
MARAFIOTI KA	03/17/06	1.50	REVIEW E7Y APPLICATION (0.7), AFFIDAVIT (0.6), AND ORDER (0.2).
MARAFIOTI KA	03/23/06	0.10	TELECONFERENCE FROM J. SAMETRE OCP PROCEDURES (0.1).
MARAFIOTI KA	03/27/06	0.10	REVIEW SUPPLEMENTAL INTERIM COMPENSATION ORDER (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/29/06	0.10	CONSIDER E&Y RETENTION ISSUE (0.1).
		4.80	
Total Partner		5.90	
MATZ TJ	03/02/06	0.30	FOLLOW UP WORK RE: INTERIM FEE APPLICATIONS REVISED '06 SCHEDULE (0.3).
MATZ TJ	03/03/06	0.80	WORK ON ERNST AND YOUNG RETENTION AS '06 AUDITOR (0.5); WORK ON CADWALDER AND WILMER RETENTIONS (0.1); WORK ON NOTICE RE: '06 INTERIM FEE APPLICATIONS (0.2).
MATZ TJ	03/05/06	1.10	REVIEW CORRESPONDENCE RE: CASE (0.5); REVISE MARCH 9 HEARING AGENDA RE: FEE COMMITTEE (0.1); WORK ON FEE STATEMENTS FROM PROFESSIONALS (0.2); WORK ON ERNST & YOUNG RETENTION (0.3).
MATZ TJ	03/06/06	1.80	WORK ON REVISIONS TO INTERIM COMPENSATION ORDER RE: INTERIM FEE APPLICATIONS AND FEE COMMITTEE MATTER (0.6); WORK ON SUPPLEMENTAL ORDER (0.4); FOLLOW UP WORK RE: MATTERS PERTAINING TO MONTHLY FEE STATEMENTS, BILLING AND PAYMENT PROCESS (0.6); FOLLOW UP WORK RE: BLAKE CASSEL'S RETENTION (0.2).
MATZ TJ	03/07/06	0.70	FOLLOW UP WITH CHANIN RE: DECLARATION AND ACCOUNT (0.2); WORKING ON ORDINARY COURSE PROFESSIONAL MATTERS (0.3); WORK ON MORGAN LEWIS RETENTION (0.2).
MATZ TJ	03/08/06	1.30	WORK ON MATTERS RE: DLA, PIPER, MAYER BROWN, AND MOBILEARIA'S DELOITTE RETENTIONS (0.7); TELECONFERENCE WITH CHAMBERS RE: PROFESSIONAL RETENTION PRESENTMENTS (0.3); DISCUSSIONS WITH CLIENT RE: MOBILEARIA'S DELOITTE RETENTION (0.2); FOLLOW UP RE: SAME (0.1).
MATZ TJ	03/09/06	0.40	WORK ON VARIOUS RETENTION AND FEE MATTERS RE: OTHER PROFESSIONALS (0.4).
MATZ TJ	03/10/06	0.50	FOLLOW UP WORK RE: RETENTIONS OF OTHER PROFESSIONALS (0.3); CORRESPONDENCE WITH CHAMBERS RE: T. HINE AND QUINN (0.2).
MATZ TJ	03/13/06	0.40	REVIEW AND COMMENT ON ERNST & YOUNG AUDIT ENGAGEMENT, TIMETABLE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/14/06	2.20	REVISE SECOND AMENDED ORDINARY COURSE PROFESSIONALS LIST (0.4); CONTINUED WORK ON E&Y ENGAGEMENT FOREIGN ENTITIES AND ADDENDUMS (0.7); WORK ON ASHER AFFIDAVIT (0.3); WORK ON DISCLOSURE (0.3); CORRESPONDENCE WITH PRICE WATERHOUSE RE: RETENTION APPLICATION (0.1); FOLLOW UP RE: PREPARATION OF SAME (0.2); FOLLOW UP WORK RE: MORGAN LEWIS RETENTION (0.2).
MATZ TJ	03/15/06	2.10	REVIEW AND COMMENT ON E&Y RETENTION APPLICATION, AND 2 ENGAGEMENT LETTERS (1.2); FOLLOW UP WORK RE: REVISIONS TO FILING LIST OF ORDINARY COURSE PROFESSIONALS (0.4); REVIEW AND COMMENT ON ASHER AFFIDAVIT IN SUPPORT (0.5).
MATZ TJ	03/16/06	1.60	REVIEW AND COMMENT ON VARIOUS MATTERS RE: E&Y'S TWO ENGAGEMENT LETTERS (0.9); TELECONFERENCE WITH M. RICHMOND OF M. BROWN RE: E&Y RETENTION APPLICATION (0.1); TELECONFERENCE WITH B. ASHER DECLARATION (0.2); FOLLOW UP WORK RE: SAME (0.4).
MATZ TJ	03/17/06	4.40	REVIEW AND COMMENT ON E&Y RETENTION MOTION, AUDIT ENGAGEMENT LETTER (1.3); FURTHER REVIEW OF AND COMMENT ON APPLICATION AND DECLARATION IN SUPPORT THEREOF (0.8); FINALIZE REVISIONS TO E&Y RETENTION APPLICATION (1.7); TELECONFERENCES WITH S. CONCORAN RE: SAME (0.5); TELECONFERENCE WITH U.S. TRUSTEE RE: E&Y PRESENTMENT (0.1).
MATZ TJ	03/19/06	0.20	WORKING ON PROFESSIONALS PAYMENT MATTERS AND PROCEDURES (0.2).
MATZ TJ	03/20/06	0.30	TELECONFERENCE WITH U.S. TRUSTEE RE: E&Y RETENTION APPLICATION (0.3).
MATZ TJ	03/21/06	0.40	DISCUSSION WITH S. CONCORAN RE: MAYER BROWN RETENTION (0.2); FOLLOW UP IN RESPECT THEREOF (0.2).
MATZ TJ	03/22/06	0.30	FOLLOW UPWORK RE: E&Y RETENTION MATTER (0.3).
MATZ TJ	03/24/06	1.30	WORK ON PAGEMILL RETENTION MATTERS (0.4); WORK ON ATK RETENTION MATTERS (0.2); WORK ON 1B RETENTION APPLICATION FOR MOBILEARIA (0.4); REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/27/06	1.20	TELECONFERENCE TO CHAMBERS RE: E&Y PRESENTMENT AND FIRST INTERIM FEE EXTENSION (0.2); WORKING ON ORDER TO EXTEND FIRST INTERIM FEE APPLICATION DEADLINE (0.6); CORRESPONDENCE WITH UCC AND US TRUSTEE RE: CONSENT TO SAME (0.2); FORWARD AGREED ORDER TO CHAMBERS (0.2).
MATZ TJ	03/28/06	0.30	WORK ON FIRST INTERIM FEE APPLICATION QUESTIONS RE: OTHER FIRMS (0.3).
MATZ TJ	03/29/06	0.30	REVIEW AND REVISE E&Y RETENTION ORDER (0.3).
		21.90	
Total Counsel		21.90	
DE ELIZALDE D	03/01/06	7.40	ANALYSIS OF CHART TRACKING PROFESSIONALS' INVOICES AND PAYMENTS RE: OBJECTIONS TO DECEMBER'S FEE STATEMENT (2.8); SUPERVISED FILING OF OCP AFFIDAVIT (1.9); REVIEW AND REVISE CHART INCLUDING A LIST OF OCPS WHO HAVE FILED AFFIDAVITS (0.7); ANALYSIS OF JLL'S INVOICES (1.1); TELECONFERENCE WITH OCPS RE: NEED OF FILING OF AFFIDAVITS (0.9).
DE ELIZALDE D	03/02/06	4.90	ANALYSIS OF LAZARD'S PROPOSED INVOICE (0.5); ANALYSIS OF CHART TRACKING PROFESSIONALS' INVOICES AND PAYMENTS (0.9); TELECONFERENCES WITH OCPS RE: FILING AFFIDAVITS (0.2); ANALYSIS OF WHETHER CONSULTANCY FIRMS NEED TO BE RETAINED (0.5); ANALYSIS OF CHANIN'S INVOICE AND CONFERENCE CALL WITH CHANIN THEREOF (0.7); EMAILS TO THE COMPANY RE: PROFESSIONALS THAT ALLEGEDLY DO NOT DO WORK FOR DELPHI AND WANT TO BE TAKEN OUT OF THE DEBTORS' OCP LIST (0.6); COORDINATING FILING OF FEE APPLICATIONS (1.2); REVIEW AND REVISE NOTICE OF FEE APPLICATION DEADLINE (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	03/03/06	4.80	CHECKING ON STATUS OF APPLICATION FOR EMPLOYMENT OF CADWALADER, DICKINSON, AND CROWELL (0.7); TELECONFERENCE WITH J. MILLERMAN RE: RETENTIONS (0.2); COORDINATED SENDING COURTESY COPIES OF THE RETENTION TO JIM MILLERMAN (0.5); UPDATE PAYMENT TRACKING CHART RE: PROFESSIONALS PER M. PISCITELLI'S EMAIL (1.5); COORDINATE PAYMENT OF PROFESSIONALS WITH M. PISCITELLI (PRICE HENEVELD) (0.4); EMAIL CANTOR COLBURN RE: OBJECTIONS TO FEE STATEMENT (0.3); TELECONFERENCE WITH C. REIMER FROM MAYER BROWN RE: RETENTION OF SUCH FIRM (0.9); SENT FORMS OF OCP AFFIDAVIT AND COS TO PROFESSIONAL IN OUR OCP LIST (0.3).
DE ELIZALDE D	03/06/06	6.60	ANALYSIS OF INSTRUCTIONS GIVEN TO COMPANY RE: PAYMENT OF PROFESSIONAL FEES (2.9); TRACKING PAYMENT OF PROFESSIONAL INVOICES (2.7); PROVIDED GUIDANCE TO ORDINARY COURSE PROFESSIONALS RE: DRAFTING, SERVING, AND FILING OCP AFFIDAVITS (0.6); PROVIDED GUIDANCE TO JLL RE: FILING FEE APPLICATIONS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	03/07/06	9.90	ANALYSIS OF CHART PROVIDED BY FTI TO TRACK FEES PAID TO ORDINARY COURSE PROFESSIONALS (1.2); ANALYSIS OF LETTER BY PROFESSIONAL REQUESTING DELETION FROM OUR OCP LIST (0.5); ANALYSIS OF DLA PIPER'S OCP AFFIDAVIT (0.6); TRACKED FEES PAID AND FEE STATEMENTS SUBMITTED BY FTI AND BUTZEL LONG (1.6); ANALYSIS OF OBJECTION DEADLINE RE: FEE STATEMENTS (0.9); TELECONFERENCES AND EMAILS WITH MAYER BROWN RE: THEIR RETENTION APPLICATION (0.3); TELECONFERENCE WITH PINHERO NETO ADVOGADOS RE: REQUEST FOR DELETION FROM OUR OCP LIST (0.5); ANALYSIS OF OCP LIST (0.2); ANALYSIS OF REQUEST BY HONIGMAN TO BE TAKEN OUT OF THE OCP LIST (0.5); ANALYSIS OF REQUEST BY MOBILEARIA TO INCLUDE DELOITTE AS OCP (0.9); RESPONDED TO EMAIL BY JUNKIN, PEARSON, HARRISON & JUNKIN RE: REQUEST OF DELETION FROM OCP LIST (0.4); RESPONDED TO QUESTION FROM THE COMPANY RE: PAYMENT OF 20% HOLDBACK (0.3); RESPONDED TO MOBILEARIA'S QUESTIONS RE: RETENTION OF D&T (0.5); ANALYSIS OF RETENTION OF MORGAN LEWIS (0.4); ADVICE TO DLA PIPER RE: SERVICE OF AFFIDAVIT OF OCP (0.2); ANALYSIS OF DECLARATION BY CHANIN (0.2); ANSWERED COMPANY'S QUESTION RE: 20% HOLDBACK OF FEES (0.4); RESPONDED TO JLL'S OUTSIDE COUNSEL QUESTION RE: FILING OF FEE APPLICATIONS (0.2); ANALYSIS OF REQUEST OF SAP AMERICA INC. TO BE TAKEN OUT OF THE OCP LIST (0.1).
DE ELIZALDE D	03/08/06	5.70	RESEARCH RE: SECTION 327(E) REQUIREMENTS (0.8); ANALYSIS OF AFFIDAVIT OF LEGAL OCP OF TWO FIRMS (1.3); ADVICE RE: RETENTION OF MORGAN LEWIS (1.5); REVISED OCP LIST TO TAKE MCDERMOTT WILL & EMERY LLP OUT OF IT (0.3); SUPERVISED FILING OF OCP AFFIDAVITS (0.6); ANALYSIS OF MAYER BROWN RETENTION (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	03/09/06	6.70	RESEARCH RE: SECTION 327(E) REQUIREMENTS (3.2); TELECONFERENCES WITH PROFESSIONALS LISTED IN OUR OCP LIST TO INFORM OF REQUIREMENTS OF THE OCP ORDER (0.6); TELECONFERENCE WITH DELPHI'S TAX DEPARTMENT AND B. KAPLAN RE: KPMG FOREIGN ENTITIES (0.5); ASSISTANCE TO MAYER BROWN RE: THEIR RETENTION APPLICATION (0.5); SUPERVISED FILING OF OCP AFFIDAVIT (0.2); ANALYSIS OF PROFESSIONALS RENDERING ADVICE TO MOBILEARIA (0.6); REVISED OCP LIST (0.3); ADVISED DLA PIPER RE: FILING OF OCP AFFIDAVIT (0.4); REQUESTED CERTIFICATE OF NO OBJECTIONS TO BANNER AND WITCOFF'S FEE STATEMENT (0.2); REQUESTED CERTIFICATE OF NO OBJECTION TO CHANIN'S FEE STATEMENT (0.2); REQUESTED CERTIFICATE OF NO OBJECTION TO WILMER'S FEE STATEMENT.
DE ELIZALDE D	03/10/06	4.30	ANALYSIS OF WHETHER CONSULTANTS RETAINED TO ANALYZE LABOR ISSUES ARE "PROFESSIONALS" UNDER THE BANKRUPTCY CODE (1.2); ALERTED THE COMPANY AS TO PAYMENT OF WILMER'S JANUARY FEE STATEMENT (0.3); CONFERENCE WITH PRICE HENEVELD RE: SUBMISSION OF FEE STATEMENT (0.2); ANALYSIS OF RETENTION ORDERS RE: THOMPSON HINE AND QUINN EMANUEL (0.6); ANALYSIS OF ORDERS RE: COVINGTON, RADER, JAECKLE, DICKINSON AND CROWELL (1.5); ANALYSIS OF E&Y RETENTION LETTER (0.3); ALERTED THE COMPANY AS TO PAYMENT OF BANNER & WITCOFF'S FEE STATEMENT (0.2).
DE ELIZALDE D	03/13/06	3.10	REVIEW AND COMMENT ON E&Y'S AUDIT RETENTION LETTER (0.9); REVIEW AND REVISE DLA PIPER'S AFFIDAVIT AND SUPERVISED FILING THEREOF (0.5); INFORMED MOBILEARIA OF FILING OF DLA PIPER'S AFFIDAVIT (0.1); EMAIL LAZARD TO ASK A QUESTION RE: FIRST INVOICE (0.1); UPDATE CHART RE: PAYMENTS TO PROFESSIONALS (0.5); EMAIL GROOM LAW TO INQUIRE ABOUT OBJECTIONS TO THEIR JANUARY FEE STATEMENT (0.2); REVIEW STATUS OF PAYMENT OF PROFESSIONAL FEES (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	03/14/06	5.20	REMOVAL OF VORYS SATER SEYMOUR AND PEASE AND CLAYTON FROM THE OCP LIST (0.5); ADVISED THE COMPANY RE: PAYMENT OF GROOM LAW'S JANUARY FEE STATEMENT (0.2); SENT REVISED OCP LIST TO COMPANY FOR APPROVAL (0.3); DRAFTED E&Y RETENTION APPLICATION (1.6); ANALYSIS OF PWC'S RETENTION LETTER (0.4); REVISED OCP LIST (0.4); REQUESTED AUTHORIZATION FROM DELPHI TO REMOVE VEREENIGDE FROM THE OCP LIST (0.2); SENT OCP LIST FOR FINAL SIGN OFF (0.1); INSTRUCTIONS TO DELPHI TO PAY HUMAN RESOURCES CONSULTANT (0.2); TELECONFERENCE WITH E&Y'S OUTSIDE COUNSEL RE: FINALIZATION OF TAX ENGAGEMENT LETTER AND TREATMENT OF FOREIGN E&Y ENTITIES (0.5); TRACKED OBJECTIONS TO FEE STATEMENTS OF OMM, ROTHSCHILD, AND WARNER STEVENS (0.6); EMAIL TO S. CORCORAN RE: OUTSTANDING ISSUES RE: E&Y APPLICATION (0.1); AUTHORIZED PAYMENT OF PRICE HENEVELD'S INVOICE (0.1).
DE ELIZALDE D	03/15/06	7.90	COORDINATED PAYMENT OF OMM JANUARY INVOICE (0.3); COORDINATED PAYMENT OF ROTHSCHILD'S JANUARY FEE STATEMENT (0.3); COORDINATED PAYMENT OF WARNER STEVENS' JANUARY FEE STATEMENT (0.3); REVIEWED AND REVISED E&Y APPLICATION, ENGAGEMENT LETTERS AND PROPOSED ORDER (3.9); REVISED OCP LIST AND SEND IT TO S. CORCORAN FOR HIS SIGN OFF (0.7); REVIEWED RADER'S FEE STATEMENT (0.4); EMAIL TO MOBILEARIA RE: AUDITORS FOR 2006 (0.3); REPLIED TO EMAIL FROM J. VITALE RE: INVOICES OF LAZARD AND MILLIMAN (0.2); SENT EMAIL TO S. CORCORAN RE: STATUS OF E&Y APPLICATION (0.3); EMAILED JLL RE: OBJECTIONS TO JANUARY STATEMENT (0.3); EMAILED L. WATKINS RE: OBJECTIONS TO JANUARY FEE STATEMENT (0.2); EMAILED MESIROW RE: OBJECTIONS TO JANUARY FEE STATEMENT (0.2); EMAILED TOGUT RE: OBJECTIONS TO JANUARY FEE STATEMENT (0.3); COORDINATED PAYMENT OF MESIROW JANUARY FEE STATEMENT (0.1); COORDINATED PAYMENT OF TOGUT JANUARY FEE STATEMENT (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	03/16/06	13.20	REVIEW AND REVISED E&Y APPLICATION (6.8); ANALYSIS RE: ENGAGEMENT LETTER RE: E&Y (1.4); SUPERVISE FILING OF OCP LIST (1.7); ANALYSIS OF PAGEMILL'S PROPOSED ENGAGEMENT LETTER (0.7); ANALYSIS OF REQUIREMENT OF DISINTERESTEDNESS RE: PAGEMILL'S APPLICATION (1.1); REVIEW AND REVISE OCP LIST (0.6); ANALYSIS OF PAGEMILL'S RETENTION (0.9).
DE ELIZALDE D	03/17/06	10.20	REVIEW AND REVISE NOTICE OF PRESENTMENT RE: E&Y (0.5); SENT SECOND REVISED OCP LIST FILED ON MARCH 16, 2006 TO COMPANY (0.4); EMAIL M. BROUDE RE: OBJECTIONS TO LATHAM AND S. HALL'S FEE STATEMENT FOR THE MONTH OF JANUARY 2006 (0.3); INSTRUCT THE COMPANY RE: PAYMENT OF FEE STATEMENTS (0.4); REVIEW AND REVISE E&Y APPLICATION (5.7); ANALYSIS RE: ENGAGEMENT LETTER RE: E&Y (1.5); SUPERVISE FILING OF E&Y RETENTION APPLICATION (1.4).
DE ELIZALDE D	03/20/06	5.60	ANALYSIS OF NEED OF RETENTION OF AUCTIONEER OF SURPLUS EQUIPMENT (2.5); FOLLOWED-UP ON PAYMENT OF PROFESSIONALS (1.8); ANALYSIS OF RETENTION OF INVESTMENT BANKING FIRM (1.3).
DE ELIZALDE D	03/21/06	2.60	TELECONFERENCES WITH FTI AND M. HALL RE: RETENTION OF AUCTIONEER (0.9); CHECKED STATUS OF PAYMENT OF PROFESSIONALS (0.8); TELECONFERENCE WITH TWO FIRMS RE: THEIR PROFESSIONAL INVOICES (0.5); TELECONFERENCE WITH JAECKLE RE: BILLING ARRANGEMENT WITH DELPHI (0.4).
DE ELIZALDE D	03/22/06	4.20	TELECONFERENCE WITH ICE MILLER RE: FILING OF OCP AFFIDAVIT (0.3); REVIEW DOWNS & STANFORD' S OCP AFFIDAVIT (0.4); TELECONFERENCE WITH CHRISTIE, PARKER & HALE, LLP RE: COMPLETION OF AFFIDAVIT (0.2); SUPERVISE E&Y'S RETENTION FILING (0.3); REVIEW AND REVISE CHART RE: TRACKING OF PROFESSIONALS' FEES (1.9); REVIEW AND REVISE CHINA PATENT AGENT'S AFFIDAVIT OF OCP (0.6); INQUIRY RE: BNP PARIBAS AS OCP (0.3); ANSWER QUINN EMANUEL'S QUESTIONS RE: FEE APPLICATIONS (0.2).
DE ELIZALDE D	03/23/06	3.50	UPDATE CHART RE: TRACKING OF FEES (1.5); TELECONFERENCE WITH PAGEMILL RE: FILING RETENTION APPLICATION (0.3); REVISE AND UPDATE OCP LIST (1.2); INQUIRY RE: SEYFARTH SHAW LLP AS OCP (0.2); SUPERVISE FILING OF OCP AFFIDAVIT BY CHRISTIE, PARKER & HALE LLP (0.3).

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DE ELIZALDE D	03/24/06	5.90	SUPERVISE FILING AFFIDAVIT OF PHILLIPS ORMONDE & FITZPATRICK (0.2); TELECONFERENCE WITH BAKER MCKENZIE RE: FILING OF AFFIDAVIT (0.4); EMAIL TO J. VITALE RE: PAYMENT OF MESIROW, A&M, AND CHANIN (0.2); REVISE THIRD AMENDED OCP LIST (0.5); TELECONFERENCE WITH UCC'S CONFLICTS COUNSEL RE: E&Y'S APPLICATION (0.2); TRACK PAYMENTS TO PROFESSIONALS AND UPDATED CHART (1.3); ANALYZE CHANGES TO PAGEMILL'S ENGAGEMENT LETTER (0.4); DEALT WITH REQUEST FROM UCC TO EXTEND TIME TO OBJECT TO E&Y APPLICATION (1.1); OKAY PAYMENT OF BUTZEL LONG AND WARNER STEVENS' JANUARY FEE STATEMENTS (0.3); REQUEST INFORMATION FROM THE COMPANY RE: PAYMENT OF DELOITTE'S INVOICE (0.2); REQUEST INFORMATION RE: PAYMENT OF JLL, E&Y, FTI, AND KCC'S FEE STATEMENTS FOR THE MONTHS OF DECEMBER THROUGH FEBRUARY (0.4); UPDATE FEE PAYMENT CHART (0.7).
DE ELIZALDE D	03/27/06	5.00	REVIEW AND REVISE SECOND SUPPLEMENTAL INTERIM COMPENSATION ORDER (1.6); SENT EMAIL TO E&Y'S OUTSIDE COUNSEL RE: EXTENSION OF DEADLINE TO OBJECT TO E&Y'S APPLICATION (0.2); SUPERVISE UPDATE OF CHART RE: RETENTION OF PROFESSIONALS (0.3); EMAIL S. CORCORAN RE: RETENTION OF PWC (0.1); ANALYSIS OF PRECEDENT RE: 363 MOTION TO APPROVE CONTRACT WITH CONSULTANT (0.5); UPDATE ON PAGEMILL'S APPLICATION (0.3); TELECONFERENCE WITH KPMG'S OUTSIDE COUNSEL RE: FILING FEE APPLICATIONS (0.3); REQUEST INFORMATION ABOUT OBJECTIONS TO SEVERAL FIRMS (0.9); REQUEST INFORMATION ABOUT PAYMENT OF PROFESSIONALS TO THE COMPANY (0.8).
DE ELIZALDE D	03/28/06	5.20	TELECONFERENCE WITH J. WEISS (LATHAM) RE: QUESTIONS ABOUT OCP LIST (0.3); EMAILED COMPANY RE: UCC QUESTIONS ABOUT OCP LIST (0.2); TELECONFERENCE WITH JAECKLE AND COMPANY RE: BILLING SYSTEM FOR PATENT ATTORNEYS (0.6); INSTRUCTED THE COMPANY AS TO PAYMENTS OF PRICE HENEVELD AND HOWARD AND HOWARD'S FEE STATEMENTS (0.4); REVISE CHART RE: FILED AFFIDAVITS (0.5); REVIEW AND REVISE CHART RE: TRACKING OF PAYMENT OF INVOICES OF RETAINED PROFESSIONALS (0.9); DRAFT ORDER RE: DEADLINE TO FILE FEE APPLICATIONS (1.8); ANALYSIS RE: CADWALADAR'S INVOICES (0.5).

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DE ELIZALDE D	03/29/06	6.60	TELECONFERENCE WITH SWIFT CURRIE RE: INVOICES (0.6); REQUEST TO RADER FISHMAN RE: OBJECTIONS TO FEE STATEMENT (0.2); INQUIRY INTO COMPANY RE: S. HALL'S INVOICES (0.3); SENT UPDATED OCP LIST AND UPDATED FILED AFFIDAVITS LIST TO COMPANY (0.5); ANALYSIS OF LAZARD'S FIRST MONTHLY STATEMENT (0.4); ANALYSIS RE: LETTER FROM OCP REQUESTING TO BE DELETED FROM OCP LIST (0.3); ANALYSIS AND NEGOTIATION OF INFORMAL OBJECTION OF UCC TO E&Y'S RETENTION (1.6); EMAIL TO THE COMPANY RE: PAYMENT OF UNIONS' FINANCIAL ADVISORS (0.6); ANSWER TO THE COMPANY'S QUESTION RE: WILLIAM R. JENTES PC AS OCP OR SUPPLIER (0.5); RESPONSE TO UCC'S QUESTION RE: A.S.K. SERVICES AS AN OCP (0.2); RESPONSE TO UCC'S QUESTION RE: FOREIGN OCPS (0.3); SUPERVISED PAYMENT OF WARNER STEVENS' INVOICES (0.2); REVISED CHART RE: PAYMENT OF PROFESSIONALS (0.3); INSTRUCTED DELPHI RE: PAYMENT OF RADER'S FEE STATEMENT (0.2); ANALYSIS RE: LATHAM AND STEVEN HALL'S INVOICES (0.4).
DE ELIZALDE D	03/30/06	5.40	ANALYSIS AND NEGOTIATION RE: INFORMAL OBJECTION OF THE UCC TO E&Y'S RETENTION (1.5); TELECONFERENCE WITH CHAMBERS RE: PRESENTMENT OF E&Y'S RETENTION (0.2); REVIEW AND REVISE THE CHART INCLUDING ALL OCP FIRMS WHO HAVE FILED AFFIDAVITS (1.2); REVIEW AND REVISE OCP LIST (0.5); ANALYSIS OF PAGEMILL'S DECLARATION IN SUPPORT OF APPLICATION FOR EMPLOYMENT (1.5); EMAIL TO JLL'S OUTSIDE COUNSEL RE: FILING FEE APPLICATIONS (0.5).
DE ELIZALDE D	03/31/06	2.30	SUPERVISE FILING OF OCP AFFIDAVITS (0.5); SUPERVISE FILING OF FEE APPLICATIONS (0.4); SENT SECOND AMENDED INTERIM COMPENSATION ORDER TO JLL'S OUTSIDE COUNSEL (0.2); ANALYSIS OF REVISED PAGEMILL'S DECLARATION (0.3); SUPERVISED DRAFTING OF PAGEMILL'S APPLICATION (0.4); COORDINATE PAYMENT OF UNIONS' INVOICES (0.3); ANALYSIS OF WHETHER MILLER JOHNSON IS AN OCP (0.2).
		136.20	
DIAZ LB	03/28/06	0.90	REVIEW RETENTION AGREEMENTS, FEE APPLICATIONS AND OTHER RELATED DOCUMENTS THAT NEED TO BE DRAFTED FOR THE CASE (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	03/31/06	3.10	DRAFT APPLICATION AND PROPOSED ORDER FOR PAGEMILL (3.1).
		4.00	
MEISLER RE	03/06/06	0.20	ATTENTION TO MONTHLY ESTIMATES PER K. BAMBACH INQUIRY FOR LATHAM AND TOGUT (0.2).
MEISLER RE	03/07/06	1.50	TELECONFERENCE WITH B. SCHEIBE RE: RETENTION OF MORGAN LEWIS (0.3); FOLLOW UP RE: SAME (0.9); ATTENTION TO INTERIM FEE APPLICATIONS FOR OCPs (0.3).
MEISLER RE	03/08/06	1.10	CONTINUE ATTENTION TO MORGAN LEWIS RETENTION (1.1).
MEISLER RE	03/09/06	2.00	ATTENTION TO RETENTION OF MAYER BROWN (0.2); CONTINUED FOLLOW UP RE: MORGAN LEWIS (0.7); TELECONFERENCE WITH B. SCHEIBE RE: SAME (0.1); DRAFTED INTERNAL CORRESPONDENCE RE: SAME (0.3); ATTENTION TO MOBILEARIA RETENTION MATTERS (0.2); TELECONFERENCE WITH E. KURTZMAN RE: MONTHLY COMPENSATION (0.2); DRAFTED INTERNAL CORRESPONDENCE RE: SAME (0.2); TELECONFERENCE WITH S. CHERNICH RE: OCP INQUIRY (0.1).
MEISLER RE	03/10/06	0.20	REVIEW OCP ORDERS (0.2).
MEISLER RE	03/14/06	0.60	ATTENTION TO E&Y RETENTION (0.6).
MEISLER RE	03/15/06	3.50	CONTINUE REVIEW AND ANALYSIS OF E&Y ENGAGEMENT LETTER AND RETENTION APPLICATION (3.5).
MEISLER RE	03/16/06	1.90	CONFERENCE WITH M. LOEB RE: E&Y RETENTION (0.6); CONTINUE REVIEW AND ANALYSIS RE: SAME (1.0); TELECONFERENCE WITH T. MATZ RE: SAME (0.3).
MEISLER RE	03/23/06	0.30	TELECONFERENCE WITH D. SHERBIN RE: E&Y RETENTION (0.1); FOLLOW UP RE: SAME (0.2).
MEISLER RE	03/24/06	1.20	CONFERENCES WITH D. DE ELIZALDE RE: E&Y AND UCC REQUEST FOR EXTENSION OF OBJECTION DEADLINE (0.4, 0.4); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.4).
MEISLER RE	03/25/06	0.30	ATTENTION TO RETENTION MATTERS (0.3).
MEISLER RE	03/29/06	1.40	ATTENTION TO UCC INQUIRY RE: E&Y RETENTION (0.8); TELECONFERENCE WITH COUNSEL TO E&Y RE: SAME (0.2); FOLLOW UP RE: SAME (0.2); ATTENTION TO INQUIRIES RE: ORDINARY COURSE PROFESSIONALS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/30/06	0.90	CONTINUE ATTENTION TO E&Y RETENTION (0.3); RESOLVE ISSUE RE: SAME (0.3); CONFERENCES WITH M. WARNER RE: SAME (0.2, 0.1).
		15.10	
STUART NL	03/16/06	0.70	REVIEW MATERIALS RELATED TO INVESTMENT BANKER RETENTION (0.7).
STUART NL	03/24/06	3.20	COMMENT ON MOBILEARIA INVESTMENT BANKER ENGAGEMENT LETTER (1.7); TELECONFERENCE WITH MOBILEARIA AND MOBILEARIA COUNSEL (0.9); FURTHER REVISIONS TO ENGAGEMENT LETTER (0.6).
		3.90	
ZALTZMAN H	03/01/06	2.40	REVIEW KPMG HUNGARY OCP AFFIDAVIT AND CERT OF SERVICE (0.5); SPEAK WITH R. JUNGER OF OMM RE: PAYMENTS (0.1); CORRESPOND WITH M. FOWLER OF QUINN RE: FEE APP (0.2); SPEAK WITH E. HOWBERT OF DICKINSON WRIGHT RE: FEE APPLICATION (0.5); CORRESPOND WITH T. BRYANT OF HOWARD & HOWARD RE: FEE APP NOTICE (0.2); CORRESPOND WITH S. HUCK OF GROOM LAW GROUP RE: FEE APPLICATION (0.4); CORRESPOND WITH D. BRUSO OF CANTOR RE: FEE APP (0.2); SPEAK WITH T. BRYANT OF H&H RE: UPDATED DATES FOR FEE APP (0.1); DRAFT NOTICE OF DEADLINES OF FEE APPLICATION (0.2).
ZALTZMAN H	03/02/06	2.10	DRAFT NOTICE OF DEADLINE OF FEE APPLICATION (0.2); INITIATE MAYER BROWN RETENTION AS 327 (E) PROFESSIONAL (0.6); REVIEW OCP AFFIDAVITS AND CERTIFICATES OF SERVICE (0.2); REVIEW RETAINED PROFESSIONALS FEE STATEMENTS (0.2); REVIEW FEE APP NOTICE AND RECIPIENTS LIST (0.2); DRAFT REMINDER EMAIL TO ALL RETAINED PROFESSIONALS (0.3); CORRESPOND WITH J. ALLEN OF JAECKLE RE: FEE APP (0.1); CORRESPOND WITH M. BROUDE OF LATHAM AND WATKINS RE: FEE APPLICATION (0.1); CORRESPOND WITH E. HOWBERT OF DICKINSON WRIGHT RE: FEE APPLICATION (0.2).
ZALTZMAN H	03/03/06	0.40	CORRESPOND WITH E. HOWBERT OF DICKINSON RE: FEE APP (0.4).
ZALTZMAN H	03/06/06	0.40	REVIEW BLAKE STATUS AS 327(E) COUNSEL VERSUS 327(A) (0.3); CORRESPOND WITH A. KUSHNIR OF BLAKES RE: NEEDED DILIGENCE TO COMPLETE CONFLICTS REVIEW (0.1).

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ZALTZMAN H	03/07/06	1.40	SPEAK WITH T. RADOM OF BUTZEL RE: FEE APP (0.4); DRAFT FEE APPLICATION INFORMATION EMAIL TO ALL RETAINED PROFESSIONALS (0.4); CORRESPOND WITH P. UROFSKY OF CADWALADER RE: FEE APP (0.3); CORRESPOND WITH T. BRYANT OF HOWARD & HOWARD RE: FEE APP (0.1); CORRESPOND WITH A. KUSHNIR OF BLAKES RE: RETENTION APP STATUS (0.2).
ZALTZMAN H	03/08/06	0.20	SPEAK WITH S. SCHENK OF RADER FISHMAN RE: SUBMITTAL OF INVOICES (0.2).
ZALTZMAN H	03/09/06	0.60	REVIEW MAYER BROWN RETENTION STATUS (0.2) REVIEW CABINET M. POUPON'S OCP REQUEST (0.2) CORRESPOND WITH M. NAFTA OF COVINGTON RE: RETENTION STATUS (0.2).
ZALTZMAN H	03/10/06	1.20	CORRESPOND WITH RETAINED PROFESSIONALS WHO HAD ORDER SIGNED TODAY FOR THEIR RETENTION AS 327 (E) COUNSEL (0.3); CORRESPOND WITH M. NAFTA OF COVINGTON RE: NEXT RETENTION STEPS (0.1); SPEAK WITH S. CALNER OF RADER FISHMAN RE: FEE APP/INVOICES (0.1); REVIEW THOMPSON HINE AND QUINN RETENTION STATUS ISSUES (0.2); CORRESPOND WITH IRIS WOON OF QUINN RE: SIGNED RETENTION (0.1); CORRESPOND WITH L. BURICK OF THOMPSON HINE RE: THEIR SIGNED RETENTION ORDER (0.1); CORRESPOND WITH PHILIP UROFSKY OF CADWALADER RE: SIGNED RETENTION ORDER (0.1); CORRESPOND WITH J. ALLEN AND R. KISICKI OF JAECKLE RE: FEE APP (0.2).
ZALTZMAN H	03/12/06	0.20	CORRESPOND WITH J. PLEMMONS OF DICKINSON WRIGHT RE: RETENTION STATUS (0.2).
ZALTZMAN H	03/13/06	0.20	CORRESPOND WITH N. THOMPSON OF BLAKES RE: FEE APP (0.2).
ZALTZMAN H	03/14/06	1.00	SPEAK WITH J. DARIAN OF BUTZEL RE: NEW SERVICES RENDERED TO DELPHI RE: POSSIBLE RETENTION AMENDMENTS (0.2); REVIEW FEE INVOICES RECEIVED FROM RETAINED PROFESSIONALS (0.4); CORRESPOND WITH K. KGRZELAK OF PRICE RE: FEE PAYMENTS (0.3); CORRESPOND WITH T. RADOM OF BUTZEL LONG RE: RETENTION SERVICES (0.1).

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ZALTZMAN H	03/15/06	1.70	DRAFT E&Y NOTICE OF PRESENTMENT (0.5); REVIEW NEW NOTICE PROCEDURES REQUESTED BY CHAMBERS (0.4); CORRESPOND WITH J. DARIAN OF BUTZEL RE: AMENDING THEIR RETENTION STATUS (0.2); REVIEW M. GUARIGLIA OCP AFF (0.1); REVIEW DLA PIPER RUDNICK OCP AFF (0.1); CORRESPOND WITH S. HAUF OF OMM RE: FEE APP (0.3); CORRESPOND WITH T. RADOM OF BUTZEL RE: CHANGING RETENTION STATUS (0.1).
ZALTZMAN H	03/16/06	0.70	REVIEW KPMG HUNGARY OCP STATUS (0.2); CORRESPOND WITH PIROSKA PADAR OF KPMG HUNGARY RE: PAYMENT OF OCP FEES (0.2) CORRESPOND WITH J. DARIAN OF BUTZEL LONG RE: RETENTION AMENDMENT (0.1); CORRESPOND WITH T. LIENESCH OF THOMPSON HINE RE: FEE APPLICATION (0.2).
ZALTZMAN H	03/17/06	2.50	REVIEW E&Y NOTICE OF PRESENTMENT AND DRAFT CHANGES (0.8); CORRESPOND WITH J. NARCISO OF BSI RE: OCP STATUS (0.1); REVIEW PAGEMILL PARTNERS ENGAGEMENT LETTER (1.1); PREPARE CONTACT CHART FOR RETAINED PROFESSIONALS (0.5).
ZALTZMAN H	03/20/06	0.70	REVIEW J. MEYER AFFIDAVIT OF OCP STATUS (0.3); REVIEW FILING REQUIREMENTS FOR PROESSIONALS UNDER THE INTERIM COMP ORDER (0.4).
ZALTZMAN H	03/21/06	0.20	SPEAK WITH M. FOWLER OF QUINN EMANUEL RE: FEE APPS (0.2).
ZALTZMAN H	03/22/06	1.20	CORRESPOND WITH S. HAUF OF OMM RE: FEE APP (0.1); CORRESPOND WITH S. HUCK OF GROOM RE: FEE APP (0.1); DRAFT REMINDER EMAIL TO ALL RETAINED PROFESSIONALS RE: UPCOMING FEE APP DEADLINE (0.3); CORRESPOND WITH T. RADOM AND J. DARIAN OF BUTZEL LONG RE: DRAFTING AMENDED RETENTION APPLICATIONS (0.4); SPEAK WITH J. DARIAN OF BUTZEL RE: AMENDED RETENTION (0.2); SPEAK WITH WESTON EGUCHI OF MAYER BROWN RE: FEE APP (0.1).

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ZALTZMAN H	03/23/06	1.80	CORRESPOND WITH W. EGUCHI OF MAYER BROWN RE: FEE APP (0.1); SPEAK WITH J. GUGLIELMO OF FTI RE: FEE APP (0.2); REVIEW M. CURLEY'S OCP AFF AND CERT OF SERVICE (0.2); REVIEW HOWARD AND HOWARD FEE APP NOTICE (0.2); CORRESPOND WITH C. SHIFLEY OF BANNER AND WITCOFF RE: FEE APP (0.1); SPEAK WITH C. SHIFLEY OF BANNER AND WITCOFF RE: FEE APP (0.2); CORRESPOND WITH L. BURICK OF THOMPSON HIRE RE: FEE APP (0.2); CORRESPOND WITH T. LENIESCH OF THOMPSON HIRE RE: FEE APP (0.1); CORRESPOND WITH J. GUGLIELMO AND S. RUSHING RE: THE FEE APP (0.3); CORRESPOND WITH M. PISCITELLI OF DELPHI RE: CONTINUED RETENTION OF OCP FIRM (0.2).
ZALTZMAN H	03/24/06	4.20	DRAFT PAGEMILL PARTNERS RETENTION APPLICATION (2.4); DRAFT PAGEMILL RETENTION ORDER (1.0); CORRESPOND WITH S. SCHENK OF RADER FISHMAN RE: FEE APP (0.2); RESEARCH FEE APP PRECEDENT RE: CERTAIN PROFESSIONALS QUESTIONS (0.4); EDIT PAGE MILL RETENTION APP PER CHANGES TO ENGAGEMENT LETTER (0.2).
ZALTZMAN H	03/27/06	3.90	DRAFT PAGEMILL RETENTION NOTICE OF PRESENTMENT, INCLUDING INCORPORATION OF NEW LANGUAGE RE: SUPPLEMENTAL CASE MANAGEMENT ORDER (0.8); DRAFT NEW FEE APP DEADLINE NOTICE (0.2); DRAFT SECOND SUPPLEMENTAL INTERIM COMP ORDER (1.4); EDIT PAGEMILL RETENTION PLEADINGS (1.0); REVIEW RETENTION MATERIALS FOR BOARD OF DIRECTORS MEETING (0.5).
ZALTZMAN H	03/28/06	3.20	CORRESPOND WITH J. GUGLIELMO OF FTI RE: FEE APP PROCEDURES (0.2); EDIT PROFESSIONALS CATEGORIZATION MEMORANDUM (0.1); REVIEW ICE MILLER OCP AFF AND CERT OF SERVICE AND DISCUSS ISSUES RAISED (0.3); CORRESPOND WITH E. IRION OF ROTHSCHILD RE: FEE APP (0.1); CORRESPOND WITH D. BRUSO OF CANTOR COLBURN RE: FEE APP (0.3); CORRESPOND WITH C. SHIFLEY OF BANNER RE: FEE APP (0.2); DRAFT EMAIL TO ALL RETAINED PROFESSIONALS INFORMING THEM OF NEW FEE APP DEADLINE (0.4); CORRESPOND WITH S. HUCK OF GROOM RE: FEE APP (0.1); REVIEW FEE INVOICES AND OTHER PROFESSIONALS MAIL (0.2); CORRESPOND WITH P. UROFSKY OF CADWALADER RE: FEE STATEMENTS (0.1); DRAFT PWC RETENTION APPLICATION (1.2).

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ZALTZMAN H	03/29/06	1.10	REVIEW JOINT INTEREST AGREEMENT MOTION (0.1); DRAFT PROPOSED ORDER FOR PRICE WATER HOUSE COOPERS RETENTION (0.4); DRAFT NOTICE OF PRESENTMENT FOR PRICEWATERHOUSECOOPERS RETENTION APPLICATION (0.2); CORRESPOND WITH C. SHIFLEY OF BANNER RE: FEE APP (0.2); REVIEW C. HAMILTON OCP AFF AND CERT OF SERVICE (0.1); REVIEW CHANIN'S FEE INVOICE ON BEHALF OF VAW (0.1).
		31.30	
Total Associate		190.50	
DEMMA J	03/01/06	3.60	CONTINUE UPDATING PROFESSIONAL SUMMARY CHART (3.6).
DEMMA J	03/21/06	1.10	UPDATE FEE APPLICATION PROFESSIONALS CHART (1.1).
		4.70	
SALAZAR AG	03/01/06	0.90	PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF OCP AND UPDATE RETENTION CHART (0.9).
SALAZAR AG	03/02/06	0.50	PREPARE AND FILE AFFIDAVITS OF OCP AND UPDATE RETENTION CHARTS (0.5).
SALAZAR AG	03/07/06	1.90	PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF OCP (0.9); REVIEW TERMS OF INTERIM COMPENSATION ORDER (0.5); DRAFT PROFFER FOR INTERIM COMPENSATION (0.5).
SALAZAR AG	03/09/06	0.60	PREPARE AND ELECTRONICALLY FILE AFFIDAVITS OF OCP (0.6).
SALAZAR AG	03/13/06	0.10	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF OCP (0.1).
SALAZAR AG	03/14/06	0.30	PREPARE AND FILE AFFIDAVIT OF OCP (0.3).
SALAZAR AG	03/16/06	0.60	PREPARE AND ELECTRONICALLY FILE NOTICE OF REVISED OCP (0.6).
SALAZAR AG	03/17/06	0.50	SEND OCP LIST TO CLIENT (0.2); REVIEW E&Y RETENTION APPLICATIONS FOR FILING (0.3).
SALAZAR AG	03/23/06	1.30	COLLECT ALL ERNST & YOUNG PLEADINGS AND COURIER TO CHAMBERS FOR ENTRY OF ORDER (0.8); PREPARE AND FILE AFFIDAVIT OF OCP (0.5).
SALAZAR AG	03/24/06	0.40	PREPARE AND ELECTRONICALLY FILE AFFIDAVIT OF OCP (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	03/27/06	1.50	DISTRIBUTE INTERIM COMPENSATION ORDER (0.4); REVIEW LIST OF OCPS FILED (0.1); REVIEW CORRESPONDENCE AND DISTRIBUTE TO RESPONSIBLE PARTIES (1.0).
SALAZAR AG	03/28/06	0.40	REVIEW OCP LIST FOR PROFESSIONALS RETAINED (0.4).
		9.00	
ZSOLDOS AF	03/01/06	3.40	PRECEDENT RESEARCH FOR PROFESSIONAL FEE APPLICATIONS (1.1); UPDATE FEE CHART (2.3).
ZSOLDOS AF	03/02/06	4.60	UPDATE, FORMAT, AND MAKE FEE CHART MORE MANAGEABLE (3.7); RECONCILE EMAIL ADDRESSES OF CONTACT PERSON AT RETAINED PROFESSIONALS FIRM (0.9).
ZSOLDOS AF	03/03/06	2.70	PREPARE COURTESY COPIES OF RECENTLY FILED APPLICATIONS FOR THE COURT (0.9); UPDATE FEE APPLICATION CHART (1.8).
ZSOLDOS AF	03/07/06	1.50	RESEARCH NORTHWEST DOCKET FOR ORDER RE: REDUCTION IN PROFESSIONAL FEES (0.3); UPDATE FEE APPLICATION CHART (1.2).
ZSOLDOS AF	03/08/06	1.40	UPDATE PROFESSIONALS FEE APPLICATIONS CHART (1.4).
ZSOLDOS AF	03/13/06	1.40	RESEARCH RE: D. RESNICK IN OTHER CASES (0.2); PREPARE LIST OF ADDRESSES OF RETAINED PROFESSIONALS (1.2).
ZSOLDOS AF	03/14/06	3.30	FILE AND ORGANIZE FEE STATEMENTS, AND DISCARD DUPLICATES (2.2); UPDATE AND FORMAT FEE CHART (1.1).
ZSOLDOS AF	03/15/06	0.60	CREATE LIST OF ADDRESSES OF RETAINED PROFESSIONALS (0.6).
ZSOLDOS AF	03/16/06	1.80	UPDATE MEMO OF PROFESSIONALS AND CREATE LIST OF ADDRESSES OF PROFESSIONALS (1.8).
ZSOLDOS AF	03/23/06	0.80	CREATE LIST OF FIRMS THAT HAVE PAID AND THAT HAVE PAYMENTS PENDING (0.8).
ZSOLDOS AF	03/24/06	1.90	UPDATE FEE CHART, SORT AND FILE STATEMENTS (1.1); RESEARCH RE: PROPOSED ORDERS IN FEE APPLICATIONS FILED IN MAJOR SDNY CASES (0.8).
ZSOLDOS AF	03/27/06	1.50	FEE CHART UPDATING (1.5).
ZSOLDOS AF	03/28/06	1.90	CREATE LIST OF ADDRESSES OF UCC AND DEBTOR'S RETAINED PROFESSIONALS (0.3); UPDATE FEE CHARTS (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	03/29/06	0.40	UPDATE FEE CHARTS (0.4).
		27.20	
Total Legal Assistant		40.90	
TOTAL TIME		<u>259.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	0.80
In-house Reproduction	03/03/06	Copy Center, D	555.03
In-house Reproduction	03/07/06	Copy Center, D	94.62
In-house Reproduction	03/14/06	Copy Center, D	326.38
In-house Reproduction	03/17/06	Copy Center, D	47.01
In-house Reproduction	03/24/06	Copy Center, D	214.55
In-house Reproduction	03/28/06	Copy Center, D	17.80
In-house Reproduction	03/31/06	Copy Center, D	0.10
In-house Reproduction	03/31/06	Copy Center, D	803.71
		TOTAL IN-HOUSE REPRODUCTION	\$2,060.00
Telephone Expense	03/31/06	Telecommunications, D	7.83
Telephone Expense	03/31/06	Telecommunications, D	8.91
Telephone Expense	03/31/06	Telecommunications, D	0.24
Telephone Expense	03/31/06	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$17.00
Lexis/Nexis	03/08/06	De Elizalde D	330.59
Lexis/Nexis	03/21/06	De Elizalde D	119.41
		TOTAL LEXIS/NEXIS	\$450.00
		TOTAL MATTER	\$2,527.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/01/06	0.20	REVIEW CALLAWAY INFORMATION FROM J. SHEEHAN AND CONSIDER SAME (0.2).
BUTLER, JR. J	04/05/06	0.40	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE FEE COMMITTEE MOTION INCLUDING EMAILS FROM/TO US TRUSTEE AND B. ROSENBERG (0.4).
BUTLER, JR. J	04/06/06	2.20	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: FEE COMMITTEE MOTION INCLUDING REVIEW AND REVISION OF PROPOSED FEE COMMITTEE ORDER AND PROTOCOL (1.2); EMAILS FROM/TO J. SHEEHAN AND CONFERENCE WITH J. SHEEHAN RE CALLOWAY FIRM (0.4); EMAILS FROM J. PAPELIAN AND D. SHERBIN AND FOLLOW-UP RE UNRDACTED FEE APPLICATION FILING FROM SECTION 327(E) FIRM AND NEXT STEPS (0.6).
BUTLER, JR. J	04/07/06	0.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: FEE COMMITTEE MOTION.
BUTLER, JR. J	04/11/06	0.20	FOLLOW-UP ON CALLOWAY MATTER (0.2).
BUTLER, JR. J	04/24/06	0.40	CONTINUE TO REVIEW AND REVISE SUPPLEMENTAL COMPENSATION PROCEDURES ORDER (0.2); FOLLOW-UP ON ELIMINATION OF INTERIM HOLDBACKS ON SECTION 328(A) RETENTIONS INCLUDING EMAILS FROM/TO B. SHAW (0.2).
BUTLER, JR. J	04/26/06	0.30	REVIEW SUPPLEMENTAL INTERIM COMPENSATION PROCEDURES ORDER (0.3).
BUTLER, JR. J	04/28/06	0.60	CONTINUE TO REVIEW SUPPLEMENTAL INTERIM COMPENSATION PROCEDURES ORDER (0.3); EMAILS TO/FROM A. LEONHARD AND B. ROSENBERG RE PROPOSED ELIMINATE OF HOLDBACKS FOR SECTION 328 FINANCIAL PROFESSIONALS (0.3).

4.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	04/12/06	3.30	GATHER DOCUMENTS AND BEGAN CALLAWAY 327 ANALYSIS (3.3) .
LYONS JK	04/17/06	1.00	REVIEW OF CALLAWAY DOCUMENTS RE: 327 ANALYSIS (1.0) .
LYONS JK	04/21/06	2.00	WORK ON ANALYSIS RE: APPLICABILITY OF 327 TO CALLAWAY PARTNERS (2.0) .
LYONS JK	04/24/06	2.30	WORK ON CALLAWAY ANALYSIS AND REVIEW OF DOCUMENTS (2.3) .
LYONS JK	04/25/06	3.40	FINISH CALLAWAY ANALYSIS (3.4) .
		12.00	
MARAFIOTI KA	04/03/06	0.20	REVIEW STATEMENTS OF UNION PROFESSIONALS (0.2) .
MARAFIOTI KA	04/04/06	0.30	REVIEW THIRD ORDINARY COURSE PROFESSIONALS NOTICE AND REVISED SAME (0.3) .
MARAFIOTI KA	04/05/06	0.10	FEE COMMITTEE CORRESPONDENCE (0.1) .
MARAFIOTI KA	04/06/06	0.40	WORK ON PROPOSAL RE: REVISED FEE COMMITTEE ORDER AND PROTOCOL (0.4) .
MARAFIOTI KA	04/11/06	0.20	ANALYZE CALLAWAY ISSUES (0.2) .
MARAFIOTI KA	04/12/06	0.20	ANALYZE ISSUES RE: REDACTION OF COVINGTON FEE STATEMENT (0.2) .
MARAFIOTI KA	04/13/06	0.20	REVIEW AND REVISE NOTICE OF SECOND QUARTER STATEMENT RE: OCPS (0.2) .
MARAFIOTI KA	04/18/06	0.20	ANALYZE PWC RETENTION ACCOUNTING ISSUES (0.2) .
MARAFIOTI KA	04/19/06	0.90	WORK ON PAGEMILL NOTICE OF PRESENTMENT (0.1); RETENTION APPLICATION (0.7); AND PROPOSED ORDER (0.1) .
MARAFIOTI KA	04/20/06	0.80	WORK ON PAGEMILL PLEADINGS (0.4); WORK ON BLAKE'S RETENTION ORDER, AFFIDAVIT, APPLICATION, AND NOTICE OF PRESENTMENT (0.4) .
MARAFIOTI KA	04/25/06	0.20	CORRESPONDENCE RE: PAGEMILL RETENTION (0.1) AND ANALYZE OTHER ISSUES PERTAINING TO PAGEMILL (0.1) .
		3.70	
Total Partner		20.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/04/06	0.50	REVIEW UPDATED ORDINARY COURSE PROFESSIONALS LIST (0.2); WORK ON VARIOUS FEE APPLICATION QUESTIONS (0.3).
MATZ TJ	04/05/06	0.50	TELECONFERENCE WITH U.S. TRUSTEE RE: FEE COMMITTEE OUTSTANDING MATTERS (0.3); REVIEW CORRESPONDENCE WITH U.S. TRUSTEE AND UCC RE: SAME (0.2).
MATZ TJ	04/06/06	0.70	TELECONFERENCE WITH U.S. TRUSTEE RE: FEE COMMITTEE STRUCTURE (0.4); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	04/10/06	1.00	TELECONFERENCE WITH U.S. TRUSTEE RE: REVISED FEE COMMITTEE PROTOCOL (0.2); REVIEW AND REVISE FEE COMMITTEE PROTOCOL AS PER COURT HEARING APRIL 7 (0.5); REVIEW MEDIATOR RETENTION MATTERS (JENTES) (0.3).
MATZ TJ	04/11/06	1.30	CORRESPONDENCE RE: COVINGTON & BURLING FEE APPLICATION (0.2); FOLLOW UP WORK RE: SAME (0.2); CORRESPONDENCE RE: PETITION LENDERS EXPENSES (0.2); TELECONFERENCE WITH A. MARCU & S. JOHNSTON RE: COVINGTON & BURLING FEE APPLICATION (0.2); WORKING ON MAYER BROWN FEE APPLICATION (0.3); FOLLOW UP RE: DICKINSON WRIGHT ORDINARY COURSE PROFESSIONAL ACCOUNT (0.2).
MATZ TJ	04/12/06	5.00	REVIEW MAYER BROWN RETENTION MATERIALS (0.5); REVIEW PRICEWATERHOUSE RETENTION MATTERS (0.3); REVIEW AND CLARIFYING TIME ENTRIES RE: INTERIM FEE APPLICATION (2.8); TELECONFERENCE WITH S. JOHNSTON RE: COVINGTON & BURLING INTERIM FEE APPLICATION (0.7); CORRESPONDENCE WITH S. JOHNSTON RE: COVINGTON & BURLING INTERIM FEE APPLICATION (0.2); TELECONFERENCE WITH K. FARRELL-WILLOUGHBY RE: SAME (0.3); TELECONFERENCE WITH S. JOHNSTON RE: REVISED FEE APPLICATION AND 2002 SERVICE LIST (0.2).
MATZ TJ	04/13/06	1.90	REVIEW AND COMMENT ON MAYER BROWN RETENTION APPLICATION (0.8); REVIEW AND CALL TO J. CORCORAN RE: SECOND QUARTERLY ORDINARY COURSE PROFESSIONALS PAYMENTS CHART (0.3); REVIEW PAGEMILL RETENTION MATTERS (0.4); REVIEW MAYER BROWN 327(E) MATTER (0.2); UPDATE STATUS OF BLAKES CASSELS RETENTION, DECLARATION (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/17/06	3.10	CONTINUE TO REVIEW AND COMMENT ON PAGEMILL (0.6); CONTINUE TO REVIEW OF MAYER BROWN RETENTION MATERIALS (0.7); REVIEW AMENDED ORDINARY COURSE PROFESSIONAL LISTING (0.2); FOLLOW UP REVIEW RE: FILING SECOND QUARTERLY ORDINARY COURSE PROFESSIONAL FEE STATEMENT (0.3); REVIEW, REVISE AND COMMENT ON MAYER BROWN RETENTION APPLICATION, ORDER, NOTICE OF PRESENTMENT AND ROY DECLARATION IN SUPPORT THEREOF (1.3).
MATZ TJ	04/18/06	3.60	CORRESPONDENCE WITH J. WEISS RE: FEE APPLICATIONS, NOTICE (0.2); REVIEW FREE APPLICATIONS (0.2); TELECONFERENCE WITH ROTHSCHILD RE: FIRST INTERIM FEE APPLICATIONS AND HOLD BACK (0.3); TELECONFERENCE WITH S. CORCORAN AND J. WHITSON RE: PRICEWATERHOUSE RETENTION APPLICATION (0.3); REVIEW RE: PRICEWATERHOUSE RETENTION APPLICATION (0.3); REVIEW AND COMMENT ON PAGEMILL RETENTION APPLICATION AND ORDER (0.8); CONTINUE WORK ON PAGEMILL RETENTION APPLICATION AND ORDER (0.6); TELECONFERENCE FROM J. WHITSON RE: PRICEWATERHOUSE RETENTION (0.3); CONTINUE REVIEW AND COMMENT ON PRICEWATERHOUSE RETENTION APPLICATION (0.6).
MATZ TJ	04/19/06	1.60	CONTINUE TO WORK RE: PRICEWATERHOUSE RETENTION MATTERS (0.4); REVIEW AND COMMENT ON BLAKES REJECTION APPLICATION (0.5); REVIEW AND REVISE FIRST INTERIM FEE APPLICATIONS AND NOTICE (0.2); TELECONFERENCE WITH J. WHITSON RE: PRICEWATERHOUSE RETENTION (0.3); FINALIZE PLEADINGS RE: PAGEMILL RETENTION (0.2).
MATZ TJ	04/20/06	0.90	TELECONFERENCE FROM CHAMBERS RE: COVINGTON & BURLING FEE APPLICATION (0.2); TELECONFERENCE TO S. JOHNSTON RE: SAME (0.2); CONTINUE TO REVIEW AND COMMENT ON PAGEMILL RETENTION APPLICATION (0.2); FOLLOW UP RE: STATUS OF PRICEWATERHOUSE DECLARATION (0.1); CORRESPONDENCE WITH N. BERGER RE: FIRST INTERIM FEE APPLICATIONS (0.1); FOLLOW UP REVIEW RE: SAME (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/21/06	3.40	REVIEW COMMENTS FROM COMPANY RE: MAYER BROWN RETENTION (0.3); CONTINUE TO REVIEW, REVISE AND FINALIZE FOR FILING PAGEMILL RETENTION APPLICATION (0.7); FINALIZE ENGAGEMENT LETTER MATTERS IN RESPECT THEREOF (0.3); FINALIZE RETENTION APPLICATION OF BLAKE CASSELS (0.4); FINALIZE MAYER BROWN RETENTION APPLICATION (0.8); TELECONFERENCE FROM S. CORCORAN RE: DECLARATION IN SUPPORT OF MAYER BROWN APPLICATION (0.3); MARK UP CORRESPONDENCE FROM S. CORCORAN RE: DECLARATION IN SUPPORT OF MAYER BROWN APPLICATION (0.3); FINAL REVIEW FOR FILING OF BOOZ ALLEN AGREEMENT MOTION AND REVISIONS THERETO (0.3).
MATZ TJ	04/24/06	0.30	CONTINUE WORK RE: PRICewaterHOUSE RETENTION MATTERS (0.3).
MATZ TJ	04/25/06	0.90	RESPONDING TO FEE APPLICATION INQUIRIES FROM FTI (0.2); RESPONDING TO FEE APPLICATION INQUIRIES FROM COVINGTON & BURLING (0.1); RESPONDING TO FEE APPLICATIONS INQUIRIES FROM UCC RE: PAGEMILL (0.2); TELECONFERENCE WITH PRICewaterHOUSE RE: FEE STATEMENTS (0.2); TELECONFERENCE WITH B. SHAW RE: FEE STATEMENT AND APPLICATION (0.2).
MATZ TJ	04/26/06	1.10	REVIEW PAGEMILL RETENTION (0.2); CORRESPONDENCE WITH M. RIELA RE: SAME (0.1); TELECONFERENCE WITH M. RIELA RE: PAGEMILL RETENTION (0.2); CONTINUE REVIEW OF PWC RETENTION MATTERS (0.2) AND DELOTTE RETENTION MATTERS (0.2); REVIEW AND WORK ON REVISIONS TO INTERIM COMPENSATION ORDER (0.2).
MATZ TJ	04/27/06	1.00	CORRESPONDENCE WITH S. MURPHY RE: SUPPLEMENTAL DECLARATIONS (0.2); CONTINUE WORK RE: FIRST INTERIM FEE APPLICATIONS (0.2); REVIEW COMMENTS FROM CREDITORS' COMMITTEE RE: BOOZ ALLEN RETENTION (0.2); CORRESPONDENCE FROM J. SHEEHAN RE: SAME (0.2); REVIEW AND COMMENT ON REVISIONS TO BOOZ ALLEN RETENTION ORDER (0.2).
MATZ TJ	04/28/06	0.30	CORRESPONDENCE WITH J. SHEEHAN RE: BOOZ ALLEN CONTRACT AND UCC COMMENTS THEREON (0.3).
		27.10	
Total Counsel		27.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	04/03/06	5.10	TELECONFERENCE WITH Q. EMANUEL RE: FILING FEE APP (0.4); TELECONFERENCE WITH OCP RE: OBJECTIONS (0.1); DRAFT PAGEMILL'S APPLICATION FOR EMPLOYMENT (2.5); ANALYSIS OF UNIONS' PROFESSIONALS FEE STATEMENTS (1.2); ANALYSIS OF JAECKLE, CADWALADER, AND SHEARMAN'S FEE STATEMENT FOR FEBRUARY 2006 (0.9).
DE ELIZALDE D	04/04/06	6.30	REVIEW FEBRUARY FEE STATEMENTS AND OBJECTION DEADLINES (0.6); EMAIL CANTOR COLBURN AND BUTZEL LONG INQUIRING ABOUT OBJECTIONS TO THEIR FEE STATEMENTS (0.3); AUTHORIZE PAYMENT OF CANTOR'S FEE STATEMENT (0.1); ANALYSIS OF JOINT INTEREST AGREEMENT MOTION (0.5); REPLIED TO EMAIL FROM CADWALADER RE: FEE APPLICATION AND APPLICABILITY OF JOINT INTEREST AGREEMENT MOTION (0.3); REVIEW AND REVISE OCP LIST (1.2); TELECONFERENCE WITH CHANIN RE: DECLARATION (0.2); ANALYSIS RE: FIRST INTERIM FEE APPLICATIONS (0.6); REVIEW AND REVISE PAGEMILL'S APPLICATION (0.8); ANALYSIS RE: INTERIM COMPENSATION ORDERS (0.5); MONITOR DOCKET RE: OCP AFFIDAVITS (0.3); REVISE THIRD AMENDED OCP LIST (0.4); SENT REVISED THIRD AMENDED OCP LIST TO S. CORCORAN FOR HIS SIGN OFF (0.2); MONITOR DOCKET RE: E&Y RETENTION PLEADINGS (0.3).
DE ELIZALDE D	04/05/06	3.80	ANALYSIS RE: COVINGTON AND BURLING FEE STATEMENTS FOR THE MONTHS OF OCTOBER THROUGH FEBRUARY (0.9); TELECONFERENCE WITH DELPHI AND COVINGTON AND BURLING RE: FEE STATEMENT (0.2); ANALYSIS RE: E&Y RETENTION ORDER (0.5); ANALYSIS OF INVOICES OF CHINA PATENT AND SENT THOSE TO COMPANY (0.5); ANALYSIS OF CHANIN'S INVOICES AND SENT CHANIN INVOICES TO J. VITALE (0.6); ANALYSIS OF OCP AFFIDAVIT FROM GRAHAM LESLIE COWIN (0.2); TELECONFERENCE WITH THOMPSON HINE RE: DRAFTING OF FEE STATEMENTS (0.5); ANALYSIS OF NEED OF RETENTION OF PWC (0.4).
DE ELIZALDE D	04/06/06	5.80	ANALYSIS OF QUINN EMANUEL'S INVOICES (1.5); CONFERENCE CALL WITH QUINN EMANUEL RE: REVISIONS TO MONTHLY FEE STATEMENTS (0.5); REVIEW AND REVISE PAYMENT OF PROFESSIONALS CHART (2.7); SENT INFORMATION RE: COVINGTON TO MICHELLE PISCITELLI (0.2); ANALYSIS RE: PROFESSIONALS REPRESENTING UNIONS (0.5); RESPOND TO QUESTIONS RE: E&Y FEE APPLICATIONS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	04/07/06	4.40	TELECONFERENCE WITH QUINN EMANUEL RE: MONTHLY FEE STATEMENTS (0.5); ANALYSIS RE: LAZARD'S FEE STATEMENTS (0.4); REVIEW AND REVISED CHART RE: PAYMENT OF PROFESSIONAL FEES (1.4); REVIEW AND REVISE PAGEMILL'S APPLICATION FOR EMPLOYMENT (1.2); RESPOND TO QUESTION RE: WHETHER MEDIATOR IS A PROFESSIONAL UNDER THE BANKRUPTCY CODE (0.4); TELECONFERENCE WITH J. WHITMAN RE: RETENTION OF PWC (0.3); TELECONFERENCE WITH JAECKLE RE: DRAFTING OF FEE STATEMENTS (0.2).
DE ELIZALDE D	04/10/06	7.80	REVIEW AND REVISE PAGEMILL'S APPLICATION AND ORDER (1.5); TELECONFERENCE WITH M. PISCITELLI AND JAECKLE RE: JAECKLE'S MONTHLY STATEMENTS (0.6); TELECONFERENCE WITH J. WHITSON RE: PWC'S RETENTION APPLICATION (0.3); TELECONFERENCE WITH MAYER BROWN RE: THEIR RETENTION APPLICATION (0.4); REVIEW AND REVISE FEES AND EXPENSES REPORT FOR DELPHI'S OFFICIALLY RETAINED PROFESSIONALS (1.3); REVIEW AND REVISE THIRD AMENDED OCP LIST (0.3); REVIEW AND REVISE LIST OF OCPS WHO FILED AFFIDAVITS (0.3); REVIEW MAYER BROWN'S ENGAGEMENT LETTER (0.9); REVIEW AFFIDAVIT OF SERVICE RE: E&Y RETENTION ORDER (0.2); SENT THIRD OCP LIST FOR S. CORCORAN'S SIGN OFF (0.2); RESPOND TO QUESTIONS RE: FILING OF OCP AFFIDAVITS (0.3); REVIEW AND REVISE CHART RE: PROFESSIONALS (1.5).
DE ELIZALDE D	04/11/06	4.20	REVIEW AND REVISE LIST OF PAYMENTS TO ORDINARY COURSE PROFESSIONALS (1.5); REVIEW AND REVISE OCP LIST PURSUANT TO K. BAMBACH'S REQUEST (0.6); TELECONFERENCE WITH K. BAMBACH RE: OCP LIST (0.2); TELECONFERENCE WITH J. NOLAN RE: PAYMENTS TO DET NORSKE VERITAS, BSI AND HEWITT (0.4); REVIEW AND REVISE PWC'S APPLICATION FOR EMPLOYMENT (1.2); REVIEW LIST OF PARTIES-IN-INTEREST (0.3).
DE ELIZALDE D	04/12/06	3.00	REVIEW AND REVISE CHART TRACKING PAYMENT OF PROFESSIONALS (0.5); TELECONFERENCE WITH J. WHITSON RE: GRANT THORNTON (0.3); REVIEW AND REVISE LIST OF OCPS (0.4); REVIEW AND REVISE PAGEMILL'S APPLICATION (1.2); DRAFT SECOND QUARTERLY REPORT RE: OCP PAYMENTS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	04/13/06	7.10	REVIEW AND REVISE CHART RE: PROFESSIONALS (1.5); REVIEW OBJECTION PERIOD FOR PROFESSIONALS' FEE STATEMENTS AND EMAILED M. PISCITELLI ABOUT IT (0.6); EMAIL COMPANY RE: SIGN OFF ON OCP QUARTERLY REPORT (0.3); ANALYSIS RE: LATHAM AND STEVEN HALL'S FEE STATEMENTS (0.7); EMAIL JAECKLE RE: OBJECTIONS TO FEE STATEMENT (0.3); EMAILED BUTZEL LONG RE: OBJECTIONS TO FEE STATEMENT (0.2); EMAILED OMM RE: OBJECTIONS TO FEE STATEMENT (0.2); EMAIL BANNER WITCOFF RE: OBJECTIONS TO FEE STATEMENT (0.2); EMAIL CANTOR COLBURN RE: OBJECTIONS TO FEE STATEMENT (0.2); EMAIL S. CORCORAN RE: SIGN OFF FOR OCP LIST AND OCP QUARTERLY STATEMENT (0.3); REVIEW AND REVISE RETENTION MATERIALS FOR MAYER BROWN (1.6); ANALYSIS RE: DNV AS A PROFESSIONAL (0.4); REVIEW PAGEMILL'S APPLICATION MATERIALS AND SUPERVISED DRAFTING OF NOTICE OF PRESENTMENT (0.6).
DE ELIZALDE D	04/14/06	2.50	REVIEW MONTHLY INVOICES FROM RETAINED PROFESSIONALS AND UPDATED CHART ACCORDINGLY (2.5).
DE ELIZALDE D	04/17/06	9.60	REVIEW AND REVISE BLAKE CASSELS' APPLICATION FOR EMPLOYMENT (2.9); REVIEW OBJECTION DEADLINES FOR RETAINED FIRMS SUBJECT TO THE INTERIM COMPENSATION ORDER (1.5); EMAIL WARNER STEVENS, JLL, CADWALADER, JAECKLE, DICKINSON WRIGHT RE: OBJECTION PERIOD TO FEE STATEMENTS (0.8); REVIEW STATUS OF MB'S APPLICATION (0.3); SUPERVISE FILING OF OCP QUARTERLY REPORT (2.8); ANALYSIS OF INVOICES RE: FINANCIAL ADVISORS TO UNIONS (0.9); ANALYSIS OF KCC'S INVOICES (0.4).
DE ELIZALDE D	04/18/06	5.80	ANALYSIS RE: D&T RETENTION TO DO MOBILEARIA'S AUDIT (0.5); REVIEW AND REVISE CHART RE: PAYMENT OF PROFESSIONALS (1.6); REVISE MAYER BROWN RETENTION APPLICATION (0.7); ANALYSIS RE: PRECEDENTS IN SDNY RE: OMNIBUS HEARING NOTICES OF FEE APPLICATIONS (0.9); REVIEW AND REVISE PAGEMILL'S APPLICATION (0.9); ANALYSIS OF PROPOSED PWC'S RETENTION LETTERS (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	04/19/06	7.10	REVISE CHART RE: PROFESSIONALS (1.5); REVIEW AND REVISE PLEADINGS RE: BLAKES RETENTION (1.9); REVIEW AND REVISE PLEADINGS RE: PAGEMILL RETENTION (1.5); ANALYSIS RE: FINANCIAL ADVISORS TO UNIONS' FEE STATEMENTS (0.6); REQUEST SIGN OFF FROM COMPANY TO THIRD AMENDED OCP LIST (0.7); REVIEW AFFIDAVIT OF SERVICE RE: QUARTERLY REPORT (0.3); ANALYSIS RE: FILING OF OCP AFFIDAVITS (0.2); CHECK ON STATUS OF KPMG'S SUPPLEMENTAL APPLICATION (0.4).
DE ELIZALDE D	04/20/06	3.70	REVIEW AND REVISE APPLICATIONS FOR EMPLOYMENT OF BLAKES, PAGEMILL AND MAYER BROWN (1.6); UPDATE CHART RE: PROFESSIONALS (1.5); REVISE CHART RE: PROFESSIONALS (0.6).
DE ELIZALDE D	04/21/06	9.00	ANALYSIS OF UST'S POSITION RE: DEFINITION OF PROFESSIONALS IN THE SOUTHERN DISTRICT OF NEW YORK (1.5); REVISE PWC'S RETENTION APPLICATION (0.4); REVIEW AND REVISE BLAKES APPLICATION FOR EMPLOYMENT (0.9); REVIEW AND REVISE MAYER BROWN'S APPLICATION FOR EMPLOYMENT (1.5); REVIEW AND REVISE PAGEMILL'S APPLICATION FOR EMPLOYMENT (1.8); SUPERVISE FILING OF BLAKES, MAYER BROWN, AND PAGEMILL'S APPLICATIONS FOR EMPLOYMENT (2.9).
DE ELIZALDE D	04/24/06	3.30	ANALYSIS RE: DELOITTE'S RETENTION BY MOBILEARIA (0.5); ANALYSIS RE: PWC'S RETENTION (0.6); ANALYSIS RE: PAYMENT OF PROFESSIONALS' CHART (0.9); SENT EMAILS TO CANTOR AND FTI RE: OBJECTIONS (0.4); ANALYSIS RE: OUTSTANDING ISSUES RE: RETENTION OF BLAKES, MAYER BROWN AND PAGEMILL (0.9).

88.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	04/03/06	2.80	CONTINUE TO DRAFT RETENTION APPLICATION AND PROPOSED ORDER FOR PAGEMILL, INC (2.8).
DIAZ LB	04/07/06	3.10	REVISE RETENTION APPLICATION AND PROPOSED ORDER FOR PAGEMILL, INC (3.1).
DIAZ LB	04/11/06	2.50	EDIT AND REVISE PAGEMILL APPLICATION, PROPOSED ORDER AND NOTICE (2.5).
DIAZ LB	04/12/06	1.30	REVISE PAGEMILL RETENTION APPLICATION, PROPOSED ORDER AND NOTICE (1.3).
DIAZ LB	04/14/06	0.80	EDIT PAGEMILL APPLICATION, NOTICE, AND PROPOSED ORDER (0.8).
DIAZ LB	04/18/06	0.40	REVISE PAGEMILL RETENTION APPLICATION (0.4).
DIAZ LB	04/19/06	0.90	REVISE PAGEMILL APPLICATION, PROPOSED ORDER AND NOTICE (0.9).
DIAZ LB	04/20/06	1.10	REVISE PAGEMILL APPLICATION, PROPOSED ORDER AND NOTICE (1.1).
DIAZ LB	04/21/06	0.50	REVISE PAGEMILL APPLICATION, PROPOSED ORDER, AND NOTICE (0.5).
		13.40	
MEISLER RE	04/10/06	0.10	TELECONFERENCE WITH S. CORCORAN RE: PROFESSIONAL RETENTION (0.1).
MEISLER RE	04/18/06	0.60	REVIEW AFFIDAVIT OF ORDINARY COURSE PROFESSIONAL (0.3); DRAFT INQUIRIES RE: SAME (0.3).
MEISLER RE	04/19/06	0.30	FOLLOW UP ON (0.2) AND RESPONDED TO M. WARNER EMAIL (0.1) RE: PAYMENT OF FEES AND EXPENSES.
MEISLER RE	04/20/06	0.30	ATTENTION TO RETENTION OF PROFESSIONALS AND REPORTS RE: SAME (0.3).
MEISLER RE	04/24/06	0.40	ATTENTION TO INQUIRIES RE: PROFESSIONAL RETENTIONS (0.2); TELECONFERENCE WITH N. BERGER RE: RETENTION OF BUCK CONSULTANTS (0.1); ATTENTION TO SAME (0.1).
MEISLER RE	04/25/06	0.70	ATTENTION TO RETENTION OF PAGEMILL AND COMMITTEE QUESTIONS RE: SAME (0.7).
MEISLER RE	04/27/06	0.40	RESPOND TO D. SHERBIN REQUEST RE: PROFESSIONAL'S ENGAGEMENT LETTER (0.4).
MEISLER RE	04/28/06	0.30	ATTENTION TO PROFESSIONAL RETENTION (0.2); TELECONFERENCE WITH K. BUTLER RE: BUCK CONSULTANTS (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/30/06	0.60	ATTENTION TO FILING OF FIRST INTERIM FEE APPLICATION AND PROPOSED INTERIM COMP ORDER (0.3); TELECONFERENCE WITH N. TORRACCO RE: FIRST INTERIM FEE APPLICATION (0.1); FOLLOW UP RE: SAME (0.2).
		3.70	
TSIROS DV*	04/12/06	3.20	REVIEW CASE ADMINISTRATION BINDER, COMMENT TASK LIST AND OBTAIN INFORMATION RE: THE FEE STATEMENT ENTRY SYSTEM (3.2).
TSIROS DV*	04/19/06	3.90	ADD TO THE FEE CHART RECENTLY ARRIVED FEE STATEMENTS (0.4); PERFORM SEARCH RE: WHETHER AN OMNIBUS OR INDIVIDUAL NOTICES OF HEARING SHOULD BE FILED FOR ORDINARY COURSE PROFESSIONALS (2.3); DRAFT LIST OF PROFESSIONALS WHOSE OBJECTION PERIOD HAS LAPSED AND FORWARD THEIR FEE STATEMENTS TO CLIENT (1.2).
TSIROS DV*	04/20/06	3.40	PERFORM SEARCH RE: ELECTRONIC FILING FOR OTHER PROFESSIONALS (3.4).
TSIROS DV*	04/21/06	5.00	CREATE CHART FEATURING LAST WEEK'S PAYMENT OF FEES AND EXPENSES OF ALL RETAINED PROFESSIONALS (2.6); ENTER RECENTLY ARRIVED FEE STATEMENTS TO THE CHART (2.1); CHECK DOCKET (0.3).
		15.50	
ZALTZMAN H	04/12/06	5.40	CORRESPOND WITH MATEO FOWLER OF QUINN RE: FEE APPS (0.2); DRAFT MAYER BROWN RETENTION APPLICATION (1.8); REVIEW FEE INVOICES/MONTHLY STATEMENTS OF RETAINED PROFESSIONALS FROM MARCH 2006 (2.1); CORRESPOND WITH N. THOMPSON OF BLAKES RE: THEIR RETENTION APPLICATION (0.1); DRAFT MAYER BROWN RETENTION ORDER (1.0); DRAFT MAYER BROWN RETENTION NOTICE OF PRESENTMENT (0.2).
ZALTZMAN H	04/13/06	4.70	CORRESPOND WITH N. THOMPSON OF BLAKES RE: RETENTION STATUS (0.3); CORRESPOND WITH P. STOYCHOFF OF RUSSELL AND STOYCHOFF RE: OCP FILING (0.2); CORRESPOND WITH P. TOWERS OF RADER FISHMAN RE: FEE APP (0.3); EDIT MAYER BROWN RETENTION APPLICATION (0.5); EDIT MAYER BROWN RETENTION ORDER (0.4); EDIT MAYER BROWN NOTICE OF PRESENTMENT (0.2); BEGIN REVIEW OF BLAKES RETENTION APPLICATION (1.4); BEGIN REVIEW OF BLAKES RETENTION AFFIDAVIT (1.0); BEGIN REVIEW OF BLAKES RETENTION ORDER (0.2); BEGIN REVIEW OF BLAKES NOTICE FOR RETENTION (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	04/15/06	3.70	DRAFT BLAKES RETENTION APPLICATION (1.4); DRAFT BLAKES RETENTION ORDER (0.5); DRAFT BLAKES NOTICE OF PRESENTMENT (0.3); DRAFT BLAKES RETENTION DECLARATION (1.5).
ZALTZMAN H	04/17/06	3.60	DRAFT AND SEND REMINDER EMAIL RE: FEE APP DEADLINE TO ALL RETAINED PROFESSIONALS (0.2); CORRESPOND WITH P. UROFSKY OF CADWALADER RE: JOINT INTEREST AGREEMENT MOTION (0.2); CORRESPOND WITH N. THOMPSON OF BLAKES RE: RETENTION APPLICATION (0.1); EDIT BLAKES RETENTION APPLICATION (0.8); EDIT BLAKES RETENTION DECLARATION (0.4); EDIT BLAKES RETENTION ORDER (0.2); EDIT BLAKES NOTICE OF PRESENTMENT (0.2); EDIT MAYER, BROWN RETENTION MATERIALS (1.5).
ZALTZMAN H	04/18/06	4.60	CORRESPOND WITH N. THOMPSON OF BLAKES RE: THEIR RETENTION ENGAGEMENT LETTER (0.2); REVIEW MOFFAT THOMAS OCP AFF AND CERT OF SERVICE (0.4); CORRESPOND WITH M. NAFT OF COVINGTON RE: FEE APP (0.1); CORRESPOND WITH S. THOMAS OF MOFFAT THOMAS RE: OCP AFF AND CERT OF SERVICE (0.2); REVIEW DELPHI - PWC ENGAGEMENT LETTER AND STATEMENTS OF WORK (1.5); CONTINUE EDITING BLAKES RETENTION MATERIALS (1.2); CONTINUE EDITING MAYER BROWN RETENTION MATERIALS (1.0).
ZALTZMAN H	04/19/06	5.20	REVIEW RETENTION ORG MATTERS WITH TEAM (0.5); CORRESPOND WITH S. THOMAS OF MOFFAT THOMAS RE: OCP AFF AND CERT OF SERVICE (0.2); EDIT MAYER BROWN RETENTION APPLICATION (0.2); EDIT PWC RETENTION APPLICATION (0.5); EDIT BLAKES RETENTION APPLICATION (0.2); EDIT BLAKES RETENTION DECLARATION (0.4); CORRESPOND WITH N. THOMPSON AND S. GRUNDY OF BLAKES RE: THEIR RETENTION MATERIALS (0.3); SPEAK WITH P. UROFSKY OF CADWALADER RE: FEE APP (0.3); REVIEW JOINT INTEREST ORDER RE: APPLICATION TO FEE PROCEDURES (0.2); SPEAK WITH J. DARIAN OF BUTZEL RE: FEE APPLICATION (0.1); SPEAK WITH N. THOMPSON OF BLAKES RE: THEIR RETENTION APPLICATION (0.3); DRAFT PWC'S RETENTION APPLICATION (1.8); DRAFT PWC'S RETENTION ORDER (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	04/20/06	4.60	CORRESPOND WITH T. RADOM OF BUTZEL RE: RETENTIONS (0.1); REVIEW APPLICATION OF JOINT INTEREST ORDER TO ALL FEE APPLICATIONS BY PROFESSIONALS (0.6); EDIT BLAKES RETENTION APP (0.4); SPEAK WITH P. UROFSKY OF CADWALADER RE: FEE APP DEADLINES (0.2); EDIT BLAKES RETENTION NOTICE OF PRESENTATION (0.1); EDIT MAYER BROWN RETENTION APP (1.4); EDIT MAYER BROWN ORDER (0.2); EDIT MAYER BROWN RETENTION NOTICE (0.1); CORRESPOND WITH N. THOMPSON OF BLAKES RE: THEIR RETENTION APP (0.2); SPEAK WITH S. HANK AND R. JANGER OF OMM RE: JOINT INTEREST ORDER (0.3); SPEAK WITH N. THOMPSON OF BLAKES RE: RETENTION DECLARATION (0.2); CORRESPOND WITH S. GRUNDY OF BLAKES RE: THEIR RETENTION (0.1); EDIT PAGEMILL RETENTION ORDER (0.1); EDIT PAGEMILL RETENTION APPLICATION (0.3); EDIT PAGEMILL RETENTION NOTICE (0.3).
ZALTZMAN H	04/21/06	6.90	PREPARE BLAKE'S RETENTION MATERIALS FOR FILING (1.9); EDIT MAYER BROWN RETENTION APPLICATION (0.8); PREPARE MAYER BROWN RETENTION FOR FILING (2.2); CORRESPOND WITH S. CORCORAN OF DELPHI RE: MAYER BROWN RETENTION (0.1); SPEAK WITH E. SLASINSKI OF DELPHI RE: RETENTIONS (0.1); CORRESPOND WITH J. SHEEHAN OF DELPHI RE: RETENTIONS (0.2); CORRESPOND WITH SHE GRUNDY AND N. THOMPSON OF BLAKES RE: RETENTION FILING (0.1); DRAFT PWC APPLICATION (1.0;) REVIEW UPDATED RETENTION DECLARATION RECEIVED FROM C. REMER OF MAYER BROWN (0.4); CORRESPOND WITH C. REMER OF MAYER BROWN AND S. CORCORAN OF DELPHI RE: COMPLETED FILING OF MAYER'S APP. (0.1).
ZALTZMAN H	04/24/06	1.00	UPDATE RETAINED PROFESSIONALS CHART (0.2); DRAFT EMAIL TO ALL RETAINED PROFESSIONALS RE: SUPP ORDER AND CHANGE OF DATE (0.4); CORRESPOND WITH A. FRANKUM OF FTI RE: FILING OF FEE APPS (0.2); CORRESPOND WITH S. HUCK OF GROOM RE: FEE APP FILING (0.1); SPEAK WITH J. GUGLIELMO OF FTI RE: FILING PROCEDURES (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	04/25/06	1.60	CORRESPOND WITH E. HOWBERT OF DICKINSON RE: FEE APP (0.2); CORRESPOND WITH L. BURICK OF THOMPSON HINE RE: FEE APP (0.2); CORRESPOND WITH T. BRYANT OF HOWARD RE: FEE APP (0.1); CORRESPOND WITH J. FRIZZLEY OF SHEARMAN RE: FEE APP (0.1); CORRESPOND WITH S. HUCK OF GROOM RE: FILING PROCEDURES (0.1); CORRESPOND WITH J. ALLEN OF JAECKLE RE: FEE APP (0.2); REVIEW INTERIM COMP ORDER NOTICE PROVISIONS (0.4); CORRESPOND WITH P. TOWERS OF RADER RE: FEE APP (0.1); REVIEW APPLICATION OF JOINT INTEREST ORDER TO FILING OF FEE APPS (0.2).
ZALTZMAN H	04/26/06	1.80	CORRESPOND WITH K. GRZELAK OF PRICE HENEVELD RE: FEE APP (0.2); CORRESPOND WITH P.A TOTTIS OF DELPHI RE: MOFFAT THOMAS OCP AFF (0.1); REVIEW 20% HOLDBACK PROVISIONS FOR FEE APPS (0.4); SPEAK WITH J. GUGLIELMO OF FTI RE: FEE APP (0.1); CORRESPOND WITH J. SHEPHERD OF WILMER RE: FEE APP (0.1); SPEAK WITH N. BERGER OF TOGUT RE: FEE APP PROCEDURES (0.1); SPEAK WITH L. BURRIK OF THOMPSON HINE RE: FEE APP (0.2); DRAFT EMAIL TO ALL RETAINED PROFESSIONALS RE: SERVICE OF FEE APP (0.3); SPEAK WITH R. JANGER OF OMM RE: FEE APP (0.1); SPEAK WITH S. HAUF OF OMM RE: FEE APP (0.1); CORRESPOND WITH T. RADOM OF BUTZEL RE: FEE APP (0.1).
ZALTZMAN H	04/27/06	1.00	CORRESPOND WITH P. TOWERS OF RADER RE: FEE APP FILING (0.1); CORRESPOND WITH J. ALLEN OF JAECKLE RE: FEE APPS (0.2); CORRESPOND WITH S. HUCK OF OMM RE: FEE APP (0.1); CORRESPOND WITH J. SHEPHARD OF WILMER RE: APPLICATION OF JOINT INTEREST MOTION TO WILMER'S FILING (0.2); CORRESPOND WITH S. SCHENK OF RADER RE: FEE APP (0.1); SPEAK WITH J. SHEPHARD OF WILMER RE: FEE APP (0.1); SPEAK WITH MATEO FOWLER OF QUINN RE: FEE APP (0.1); CORRESPOND WITH A. CONNOR OF MAYER BROWN RE: FEE PROCEDURES (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	04/28/06	2.20	REVIEW NOTICES OF RETAINED PROFESSIONALS' FEE APPS (0.4); REVIEW JOINT INTEREST ORDER NOTICE PROCEDURES (0.2); SPEAK WITH E. IRION OF ROTHSCHILD RE: FEE APP (0.2); REVIEW MONTHLY STATEMENTS FROM RETAINED PROFESSIONALS (1.0); REVIEW OCP AFF OF CHINA PATENT AGENT AND SEND TO COURT (0.2); CORRESPOND WITH E. IRION OF ROTHSCHILD RE: FEE APP (0.1); CORRESPOND WITH N. TORRACO OF ROTHSCHILD RE: FEE APP (0.1).
ZALTZMAN H	04/30/06	0.70	REVIEW FEE APP NOTICES FROM RETAINED PROFESSIONALS (0.3); REVIEW ROTHSCHILD FEE APP NOTICE (0.2); CORRESPOND WITH N. TORRACO OF ROTHSCHILD RE: FEE APP (0.2).
		47.00	
ZIEGLER VE	04/10/06	2.10	WORK ON ANALYSIS OF PAYMENTS OF RETAINED PROFESSIONALS (2.1).
ZIEGLER VE	04/12/06	4.10	ANALYSIS OF ORDINARY COURSE PROFESSIONALS PAYMENT, QUARTERLY REPORTS AND AFFIDAVITS, STRUCTURE OF INTERIM COMPENSATION OF PROFESSIONALS AND FEES (4.1).
ZIEGLER VE	04/17/06	3.60	EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: PAYMENTS OF PROFESSIONALS (0.3); FOLLOW UP ON OBJECTIONS TO FEE STATEMENTS OF RETAINED PROFESSIONALS (1.2); ANALYSIS OF PAYMENTS AND CHART FOR CREDITORS COMMITTEE (2.1).
ZIEGLER VE	04/19/06	2.60	REVIEW LETTER TO ORDINARY COURSE PROFESSIONAL (0.4); ANALYZE LIST AND STRUCTURE OF NOTIFYING ORDINARY COURSE PROFESSIONALS (0.5); WORK ON KPMG RETENTION APPLICATION (0.6); ANALYSIS OF PAYMENTS OF RETAINED PROFESSIONALS (1.1).
ZIEGLER VE	04/20/06	0.40	TELECONFERENCE WITH K. BAMBACH RE: ORDINARY COURSE PROFESSIONALS AFFIDAVITS (0.4).
ZIEGLER VE	04/21/06	4.60	ANALYZE PAYMENTS TO PROFESSIONALS (2.2); ANALYSIS OF STATUS WITH D. DE ELIZALDE (2.1); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: PAYMENTS OF INVOICES OF RETAINED PROFESSIONALS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	04/24/06	5.60	ANALYZE PAYMENTS TO PROFESSIONALS (2.2); DRAFT AND SEND EMAILS TO M. PISCITELLI RE: PAYMENT STATUS (1.4); EMAIL CORRESPONDENCE WITH VARIOUS RETAINED PROFESSIONALS RE: EXPIRATION OF OBJECTION DEADLINES (1.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: ORDINARY COURSE PROFESSIONALS AFFIDAVITS (0.3); EMAIL CORRESPONDENCE WITH J. VITALE, D. KOLANO AND M. KAMISCHKE RE: PAYMENTS OF MONTHLY FEE STATEMENT (0.5).
ZIEGLER VE	04/25/06	4.60	ANALYZE PAYMENTS TO PROFESSIONALS (1.9); EMAIL CORRESPONDENCE WITH VARIOUS RETAINED PROFESSIONALS RE: EXPIRATION OF OBJECTION DEADLINES (0.9); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: PAYMENTS OF INVOICES OF RETAINED PROFESSIONALS (0.3); EMAIL CORRESPONDENCE WITH J. VITALE, D. KOLANO, K. KENION, J. NOLAN AND M. KAMISCHKE RE: PAYMENTS OF MONTHLY FEE STATEMENT (0.5); ANALYZE AND COMPARE: SUBMITTED PAYMENT INFORMATION (1.0).
ZIEGLER VE	04/27/06	1.50	EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: PAYMENTS OF PROFESSIONALS (0.3); FOLLOW UP ON OBJECTIONS TO FEE STATEMENTS OF RETAINED PROFESSIONALS (1.2).
ZIEGLER VE	04/28/06	3.70	ANALYZE PAYMENTS TO PROFESSIONALS (2.2); EMAIL CORRESPONDENCE WITH VARIOUS RETAINED PROFESSIONALS RE: EXPIRATION OF OBJECTION DEADLINES (1.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: PAYMENTS OF INVOICES OF RETAINED PROFESSIONALS (0.3).
		32.80	
Total Associate/Law Clerk		200.90	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	04/04/06	0.10	REVIEW AFFIDAVITS OF OCP FILED AND UPDATE LIST (0.1).
SALAZAR AG	04/10/06	0.60	COMPILE OCPS FILED (0.4); UPDATE OCP LIST (0.2).
SALAZAR AG	04/11/06	0.30	UPDATE OCP LISTS (0.3).
SALAZAR AG	04/19/06	0.20	UPDATE LIST OF OCP PROFESSIONALS (0.2).
SALAZAR AG	04/20/06	1.20	PREPARE AND SUBMIT COURTESY COPIES OF NOTICE OF PRESENTMENT RETENTION PLEADINGS TO THE US TRUSTEE (1.2).
SALAZAR AG	04/27/06	0.20	UPDATE OCP LIST TO REFLECT NEW FILED AFFIDAVITS (0.2).
SALAZAR AG	04/28/06	0.30	DISTRIBUTE ROTHSCHILD ENGAGEMENT LETTER (0.3).
		2.90	
ZSOLDOS AF	04/04/06	2.80	UPDATE FEE CHARTS (2.8).
ZSOLDOS AF	04/05/06	2.00	ORGANIZE FEE APPS (0.4); UPDATE CHART (1.6).
ZSOLDOS AF	04/11/06	2.60	UPDATE FEE CHART (1.5); FILE FEE STATEMENTS (0.2); FORMAT CHART (0.9).
ZSOLDOS AF	04/12/06	3.80	UPDATE FEE CHART (3.8).
ZSOLDOS AF	04/13/06	5.00	UPDATE AND FORMAT FEE CHART (5.0).
ZSOLDOS AF	04/18/06	6.10	UPDATE FEE CHART OF RETAINED PROFESSIONALS (2.9); DOCKET RESEARCH FOR PRECEDENT RE: OMNIBUS FEE APPLICATION NOTICES AND ORDERS (2.8); PREPARE WILMER HALE RETENTION DOCUMENTS (0.2); REVIEW COMMENTS ON MOTION (0.2).
ZSOLDOS AF	04/24/06	2.90	UPDATE MEMO OF PROFESSIONAL FEES INCLUDING LAST PAYMENT MADE, AMOUNT OF LAST PAYMENT, AND CONTACT INFORMATION AT FIRM (2.4); CHECK FEE APPLICATIONS FOR OBJECTION DEADLINES (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	04/25/06	7.20	UPDATE FEE CHARTS THROUGHOUT THE DAY IN PREPARATION FOR UCC MEETING (2.9); PREPARE AND SEND EMAILS TO PROFESSIONALS WHOSE 15 DAY OBJECTION DEADLINE HAS PASSED AND FOLLOW UP ON EMAILS (2.5); UPDATE MEMO OF PAYMENTS RECEIVED AND AMOUNT (1.8).
ZSOLDOS AF	04/26/06	3.20	UPDATE FEE APP CHART AND OTHER CHARTS IN PREPARATION (3.2).
ZSOLDOS AF	04/27/06	0.60	TELECONFERENCE AND OTHER CORRESPONDENCE WITH I. CANNON-GEARY AT DELOITTE RE: FEE STATEMENT OBJECTIONS (0.2); CORRESPONDENCE RE: COVINGTON AND BURLING CONFLICTS (0.2); EMAILS TO VARIOUS PROFESSIONALS RE: OBJECTION DEADLINES AND CHECK FOR UPCOMING OBJECTION DEADLINES (0.2).
ZSOLDOS AF	04/28/06	4.10	SEND EMAILS TO VARIOUS PROFESSIONALS RE: FEE APPLICATION OBJECTION DEADLINE (1.2); ORGANIZE INTERIM FEE APPLICATIONS FROM DOCKET (1.8); UPDATE FEE APPLICATION CHART (1.1).
		40.30	
Total Legal Assistant		43.20	
TOTAL TIME		<u>291.80</u>	

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/04/06	Copy Center, D	359.03
In-house Reproduction	04/11/06	Copy Center, D	2,073.65
In-house Reproduction	04/14/06	Copy Center, D	0.10
In-house Reproduction	04/14/06	Copy Center, D	527.54
In-house Reproduction	04/18/06	Copy Center, D	81.31
In-house Reproduction	04/21/06	Copy Center, D	128.01
In-house Reproduction	04/25/06	Copy Center, D	438.93
In-house Reproduction	04/28/06	Copy Center, D	364.43
		TOTAL IN-HOUSE REPRODUCTION	\$3,973.00
Telephone Expense	04/28/06	Telecommunications, D	6.92
Telephone Expense	04/28/06	Telecommunications, D	8.89
Telephone Expense	04/28/06	Telecommunications, D	0.19
		TOTAL TELEPHONE EXPENSE	\$16.00
Lexis/Nexis	04/21/06	De Elizalde D	180.00
		TOTAL LEXIS/NEXIS	\$180.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	98.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$98.00
		TOTAL MATTER	\$4,267.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	05/04/06	0.60	REVIEW AND FORWARD TO CHAMBERS THIRD PROPOSED SUPPLEMENTAL INTERIM COMPENSATION ORDER AND FEE COMMITTEE PROTOCOL (0.2); TELECONFERENCE WITH CHAMBERS RE: SAME (0.2); TELECONFERENCE WITH UST RE: FEE COMMITTEE PROTOCOL (0.2).
MATZ TJ	05/05/06	0.30	TELECONFERENCE TO CHAMBERS RE: THIRD SUPPLEMENTAL INTERIM COMPENSATION ORDER EXHIBIT (0.2); FOLLOW UP RE: SAME (0.1).
MATZ TJ	05/08/06	0.30	FOLLOW UP RE: NOTICE OF FIRST INTERIM FEE APPLICATIONS AND THIRD SUPPLEMENTAL INTERIM COMPENSATION ORDER (0.3).
MATZ TJ	05/11/06	1.20	TELECONFERENCE WITH PRICEWATERHOUSE RE: RETENTION APPLICATION (0.3); TELECONFERENCE WITH U.S. TRUSTEE RE: SAME (0.3); FOLLOW UP TELECONFERENCE WITH PRICEWATERHOUSE RE: RETENTION (0.2); CORRESPONDENCE WITH J. WHITSON RE: SAME (0.1); REVIEWING AND REVISING NOTICE RE: FIRST INTERIM FEE APPLICATION (0.2); FOLLOW UP RE: SAME (0.1).
MATZ TJ	05/15/06	2.10	REVIEWING AND COMMENTING ON FIRST INTERIM FEE APPLICATIONS NOTICES AND REVISIONS THERETO (0.4); CORRESPONDENCE WITH U.S. TRUSTEE RE: FEE COMMITTEE MEETING (0.2); TELECONFERENCE WITH B. SUNSTRUM OF PAGEMILL RE: PAGEMILL RETENTION (0.2); CORRESPONDENCE WITH B. SUNSTRUM RE: SAME (0.1); FOLLOW UP RE: MAYER, BROWN & BLAKES PRESENTMENTS AND ORDERS (0.2); REVIEWING PRICEWATERHOUSE RETENTION MATTERS (0.3); REVIEWING PRICEWATERHOUSE DECLARATION MATTERS (0.3); FOLLOW UP RE: SAME (0.2); TELECONFERENCE WITH U.S. TRUSTEE RE: PRESENTMENT AND SCHEDULING (0.2).
MATZ TJ	05/16/06	0.60	CORRESPONDENCE WITH J. WHITSON RE: PRICEWATERHOUSE RETENTION (0.1); REVIEW ENGAGEMENT LETTER OF PRICEWATERHOUSE (0.3); REVIEW DECLARATION RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/17/06	1.30	REVIEW AND REVISE MATERIALS FOR FEE COMMITTEE (0.3); REVIEW AND REVISE NOTICE RE: FIRST INTERIM FEE APPLICATIONS (0.4); FURTHER REVIEW RE: PRICEWATERHOUSE RETENTION ORDER (0.4); CONTINUING REVIEW RE: PAGEMILL RETENTION MATTERS (0.2).
MATZ TJ	05/22/06	0.30	REVIEWING AND COMMENTING ON REVISED NOTICE OF FIRST INTERIM FEE APPLICATIONS (0.3).
MATZ TJ	05/23/06	0.50	REVIEWING MATTERS RE: HOWARD & HOWARD RETENTION (0.3); REVIEWING PAYMENTS TO ORDINARY COURSE PROFESSIONALS (0.2).
MATZ TJ	05/30/06	0.40	CONTINUING REVIEW AND ANALYSIS OF PRICEWATERHOUSE RETENTION (0.4).
MATZ TJ	05/31/06	1.80	TWO TELECONFERENCES WITH A. VONDRA RE: PRICEWATERHOUSE RETENTION (0.5); REVIEW AND ANALYZE SAME (0.5); TELECONFERENCE WITH A. LEONHARD RE: SAME (0.2); REVIEW AND COMMENT ON PRICEWATERHOUSE RETENTION APPLICATION (0.6).
		9.40	
Total Counsel		9.40	
DIAZ LB	05/16/06	0.80	RESPONDED QUESTIONS FROM RETAINED PROFESSIONALS (0.8).
DIAZ LB	05/17/06	0.40	RESPONDED TO PROFESSIONALS' QUESTIONS (0.4).
DIAZ LB	05/22/06	0.30	RESPONDED TO QUESTIONS FROM RETAINED PROFESSIONALS (0.3).
DIAZ LB	05/30/06	0.50	RESPONDED TO RETAINED PROFESSIONAL'S QUESTIONS (0.5).
		2.00	
JJINGO MJ*	05/08/06	2.60	BEGIN TO PREPARE MATERIALS FOR FEE COMMITTEE MEETING (2.6).
JJINGO MJ*	05/09/06	9.60	REVIEW INTERIM FEE APPLICATIONS SUBMITTED BY RETAINED PROFESSIONALS AND BEGIN TO DRAFT NOTICE RELATED TO INTERIM COMPENSATION FEE HEARING (9.6).
JJINGO MJ*	05/10/06	2.40	REVIEW DRAFT OF NOTICE OF HEARING (1.0); REVIEW PROFESSIONAL FEE APPLICATIONS (1.4).
JJINGO MJ*	05/11/06	9.10	REVISE DRAFT OF NOTICE OF HEARING (3.1); REVIEW AND REVISE RETAINED PROFESSIONALS CHART (6.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JJINGO MJ*	05/12/06	8.30	REVIEW NOTICE OF HEARING AND MAKE PREPARATIONS FOR FILING AND SERVICE OF PROCESS (8.3).
JJINGO MJ*	05/13/06	0.40	CORRESPOND WITH E. GERSHBEIN AT KCC RE: SERVICE OF PROCESS (0.2); STRATEGIZE RE: NOTICE (0.2).
JJINGO MJ*	05/15/06	3.40	REVIEW ORDINARY COURSE PROFESSIONAL PROTOCOL (0.3); REVIEW FEE COMMITTEE MATERIALS (0.3); REVISE NOTICE OF HEARING (1.7); REVIEW FEE CHARTS (1.1).
JJINGO MJ*	05/16/06	9.90	UPDATE RETAINED PROFESSIONAL ADDRESS LIST (0.3); RESEARCH NOTICE OF HEARING ISSUE (1.5); REVISE NOTICE OF HEARING (3.1); RESEARCH POSSESSORY LIEN ISSUES (4.1); DRAFT EMAIL TO CLIENT RELATED TO THE SAME (0.9).
JJINGO MJ*	05/17/06	3.80	REVIEW INTERIM COMPENSATION ORDER AND REVISE NOTICE OF HEARING (1.7); REVIEW AND UPDATE ORDINARY COURSE PROFESSIONALS LIST (2.1).
JJINGO MJ*	05/19/06	2.30	ORGANIZE CHART OF ORDINARY COURSE PROFESSIONALS WHO HAVE YET TO FILE AFFIDAVITS (2.3).
JJINGO MJ*	05/24/06	0.40	REVIEW CORRESPONDENCE FROM M. PISCITELLI AT DELPHI RE: MAYER BROWN AND CONTACT C. REIMER AT MAYER BROWN RE: THE SAME (0.4).
JJINGO MJ*	05/26/06	1.60	REVIEW FEES RELATED TO RETAINED PROFESSIONALS (1.6).
JJINGO MJ*	05/30/06	4.20	REVIEW AND REVISE MATERIALS RELATED TO FEES AND EXPENSES OF RETAINED PROFESSIONALS (2.8); REVIEW AFFIDAVITS OF ORDINARY COURSE PROFESSIONALS (1.4).
JJINGO MJ*	05/31/06	15.00	PREPARE MATERIALS FOR FEE COMMITTEE MEETING (15.0).
		73.00	
MEISLER RE	05/03/06	1.10	CONFERENCE WITH J. BUTLER RE: FEE COMMITTEE (0.3); REVIEW AND REVISE ORDER AND PROTOCOL (0.5); CONTINUED ATTENTION TO SAME (0.3).
MEISLER RE	05/04/06	0.30	CONTINUED ATTENTION TO INTERIM COMPENSATION MATTERS (0.3).
MEISLER RE	05/08/06	1.20	REVIEW FEE PROCEDURES (0.4); RESPOND TO INQUIRIES RE: SAME (0.8).
MEISLER RE	05/10/06	0.60	REVIEW NOTICE RE: HEARING ON FEE APPLICATIONS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/11/06	0.50	CONTINUED ATTENTION TO NOTICE OF INTERIM COMPENSATION AND HEARING ON FEE APPLICATIONS (0.5).
MEISLER RE	05/12/06	0.20	ATTENTION TO PROFESSIONAL RETENTION APPLICATION OF BLAKES, PAGEMILL AND MAYER BROWN (0.2).
MEISLER RE	05/13/06	0.20	ATTENTION RETENTION ORDER RE: MAYER BROWN (0.2).
MEISLER RE	05/15/06	0.20	ATTENTION TO UPCOMING FEE COMMITTEE MEETING AND PROTOCOLS (0.2).
MEISLER RE	05/17/06	0.40	ATTENTION TO INTERIM FEE APPLICATIONS (0.4).
MEISLER RE	05/21/06	0.20	FOLLOW UP ON JOINT INTEREST AGREEMENT INQUIRY (0.2).
MEISLER RE	05/30/06	0.30	ATTENTION TO FEE COMMITTEE MATTERS (0.3).
		5.20	
TSIROS DV*	05/22/06	2.70	DRAFT LETTER ADDRESSED TO ORDINARY COURSE PROFESSIONALS RE: FILING AFFIDAVIT WITH THE COURT TO RECEIVE PAYMENT FROM THE COMPANY; REVIEW AND PROCESS RELEVANT ATTACHMENTS THERETO; REVIEW AND UPDATE THE CHART OF ORDINARY COURSE PROFESSIONALS WHO HAVE NOT FILED AFFIDAVITS (2.7).
TSIROS DV*	05/23/06	3.20	ENTERTAIN SEVERAL COMMUNICATIONS WITH KPMG CANADA RE: THEIR OBLIGATION OR LACK THEREOF TO FILE AFFIDAVIT WITH THE COURT (0.6); PERFORM SEARCH AND ANALYSIS ON SECTION 327(E) SPECIAL COUNSEL MATTERS (2.6).
TSIROS DV*	05/24/06	0.60	ORGANIZE LETTER AND ORDER OF ATTACHED MATERIALS TO SEND TO ORDINARY COURSE PROFESSIONALS TO FILE AFFIDAVITS WITH THE COURT; HAVE THE PACKAGE REVIEWED BY THE APPROPRIATE PARTY (0.6).
TSIROS DV*	05/25/06	1.30	REVIEW REMINDER LETTERS PREPARED FOR OCPS THAT HAVE NOT FILED AFFIDAVITS WITH THE COURT; MODIFY LIST OF RECIPIENTS (1.3).

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TSIROS DV*	05/26/06	3.50	MONITOR PROCESS AND AMEND DOCUMENTS RE: REMINDERS TO OCPS THAT HAVE NOT FILED AFFIDAVITS WITH THE COURT (3.5).
TSIROS DV*	05/31/06	14.60	REVIEW AND AMEND PROFESSIONALS' RETENTION APPLICATIONS FOR UPCOMING FEE COMMITTEE MEETING (3.6); REVIEW AND AMEND PROFESSIONALS' MONTHLY FEE STATEMENTS (6.2); REVIEW AND AMEND PROFESSIONALS' APPLICATIONS FOR INTERIM COMPENSATION (4.8).
		25.90	
ZALTZMAN H	05/01/06	2.80	CORRESPOND WITH N. TORRACO OF ROTHSCHILD RE: FEE APPLICATION (0.2); SPEAK WITH N. TORRACO OF ROTHSCHILD (0.1); REVIEW/EDIT ROTHSCHILD FEE APP NOTICE (0.3); CORRESPOND WITH E. IRION OF ROTHSCHILD RE: FEE APP FILING (0.1); CORRESPOND WITH M. FOWLER OF QUINN RE: WORK ALLOCATION (0.2); REVIEW FILED FEE APPS (1.0); SPEAK WITH J. ALLEN OF JAECKLE RE: FEE APP (0.1); CORRESPOND WITH R. KISICKI AND J. ALLEN OF JAECKLE RE: FEE APP (0.3); SPEAK WITH R. KISICKI OF JAECKLE RE: FEE APP (0.2); CORRESPOND WITH J. MURPHY OF CROWELL RE: FEE APP (0.1); CORRESPOND WITH J. LE AND E. GERSHBEIN RE: FEE APP (0.1); CORRESPOND WITH M. BROUDE OF LATHAM RE: FEE APP (0.1).
ZALTZMAN H	05/02/06	0.80	CORRESPOND WITH R. KISICKI OF JAECKLE RE: FEE APP (0.3); SPEAK WITH R. KISICKI OF JAECKLE (0.2); CORRESPOND WITH C. RAMER OF MAYER BROWN RE: RETENTION STATUS (0.1); CORRESPOND WITH C. SHIFLEY OF BANNER RE: FEE APP (0.1); SPEAK WITH C. SHIFLEY OF BANNER (0.1).
ZALTZMAN H	05/03/06	3.40	REVIEW FILED MOFFAT THOMAS OCP AFF AND UPDATE CHART (0.2); SPEAK WITH W. COSNOWSKI OF DELPHI RE: FEE APPLICATION FILINGS (0.2); SPEAK WITH GEORGETTE CHANSEE OF KPMG CANADA RE: INVOICE MATTERS (0.2); REVIEW OCP PROCEDURES AND STANDARDS WITH NEW TEAM (1.2); REVIEW CONFIDENTIALITY/PRIVILEGES RE: FEE APP (1.2); CORRESPOND WITH J. SHEPHERD OF WILMER RE:DISCLOSURE (0.1); REVIEW DISCLOSURE LIST (0.2); REVIEW DELPHI DOCKET (0.1).
ZALTZMAN H	05/04/06	1.10	CORRESPOND WITH J. MURPHY OF CROWELL RE: FEE APP (0.1); REVIEW FILED FEE APPS (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	05/05/06	0.80	CORRESPOND WITH M. PISTICELLI OF DELPHI RE: MAYER BROWN INVOICES (0.2); REVIEW OPC AFF FILING PROCEDURES AND NOTIFICATION OF PROFESSIONALS PROCEDURES (0.6).
ZALTZMAN H	05/08/06	0.30	CORRESPOND WITH J. MURPHY OF CROWELL RE: SCHEDULING (0.1); REVIEW SRR AFF AND CERT OF SERVICE (0.2).
ZALTZMAN H	05/09/06	0.20	SPEAK WITH M. ROZICKI OF DELPHI RE: KPMG HUNGARY AFFIDAVIT (0.2).
ZALTZMAN H	05/10/06	0.30	REVIEW DOCKET FOR BLAKES AND CORRESPOND WITH N. THOMPSON OF BLAKES RE: FEE APP (0.3).
ZALTZMAN H	05/12/06	1.00	CORRESPOND WITH WESTIN EGUCHI OF MAYER RE: FEE APPS (0.1); UPDATE RETAINED PROFESSIONALS EMAIL LIST SERVE (0.1); RESEARCH/UPDATE RETAINED PROFESSIONALS CONTACT LISTS (0.3); CORRESPOND WITH C. REMER OF MAYER RE: RETENTION (0.1); REVIEW ALL UP-TO-DATE PWC RETENTION MATERIALS (0.4).
ZALTZMAN H	05/15/06	0.20	REVIEW MAYER BROWN'S PRESENTMENT PACKET AND ENTRANCE OF (0.2).
ZALTZMAN H	05/16/06	0.20	REVIEW SIGNED ORDERS FOR MAYER, PAGEMILL, AND BLAKES (0.2).
ZALTZMAN H	05/17/06	0.10	REVIEW RETENTION PROFESSIONALS EMAIL LISTS (0.1).
ZALTZMAN H	05/18/06	0.40	REVIEW HOWARD & HOWARD RETENTION APPLICATIONS RE: 327(E) LANGUAGE AND CORRESPOND WITH L. GRETCHKO OF HOWARD RE: THE SAME (0.4).
ZALTZMAN H	05/19/06	0.20	CORRESPOND WITH J. ALLEN OF JAECKLE RE: FEE APP (0.2).
ZALTZMAN H	05/22/06	1.00	CORRESPOND WITH R. KISICKI OF JAECKLE RE: PAYMENT (0.1); CORRESPOND WITH M. MCGANN OF DELPHI RE: MAYER BROWN (0.1); REVIEW FEE APP PROCEDURES/ROLES (0.7); CORRESPOND WITH M. PISITELLI OF DELPHI RE: MONTHLY STATEMENTS (0.1).
ZALTZMAN H	05/30/06	0.60	RESPOND TO FEE APP QUESTIONS (0.3) SPEAK WITH NANCY THOMPSON OF BLAKES RE: FEE APP (0.3).

13.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	05/01/06	10.10	ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.3); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.8); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.7); WORK ON PAYMENTS CHART (2.4); REVISE LETTERS TO ORDINARY COURSE PROFESSIONALS (3.9).
ZIEGLER VE	05/03/06	1.40	TELECONFERENCE WITH L. TRICE RE: BREAKDOWN OF FEES OF RETAINED PROFESSIONALS (0.5); EMAIL CORRESPONDENCE WITH ORDINARY COURSE PROFESSIONALS RE: AFFIDAVITS AND PROCEDURES FOR FILING (0.9).
ZIEGLER VE	05/05/06	2.40	EMAIL CORRESPONDENCE WITH DELPHI AND STOUT RISIUS ROSS RE: ORDINARY COURSE PROFESSIONALS AFFIDAVITS (1.5); DRAFT FIFTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.9).
ZIEGLER VE	05/08/06	12.60	ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.8); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.7); WORK ON PAYMENTS CHART (2.1); REVISE LETTERS TO ORDINARY COURSE PROFESSIONALS (3.2); WORK ON FEE COMMITTEE BINDERS AND INFORMATION AND REQUIREMENTS (3.6).
ZIEGLER VE	05/09/06	3.20	REVISE NOTICE OF PROFESSIONALS RE: HEARING (1.1); WORK ON FEE PROTOCOL REQUIREMENTS (2.1).
ZIEGLER VE	05/10/06	9.50	EMAIL CORRESPONDENCE WITH M. BROWN RE: FEE STATEMENTS AND APPLICATIONS (0.5); ANALYZE PAYMENTS MADE TO PROFESSIONALS (3.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.9); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.7); WORK ON PAYMENTS CHART (2.1); REVISE THIRD NOTICE OF ORDINARY COURSE PROFESSIONALS (2.1).
ZIEGLER VE	05/11/06	6.00	RESEARCH AND PREPARE FORMS OF BUDGETS FOR PROFESSIONALS (1.4); ANALYZE REQUIREMENTS OF FEE PROTOCOL (0.9); RESEARCH AND PREPARE PROCEDURE FOR ANALYSIS OF REASONABLENESS OF FEE STATEMENTS (1.8); EMAIL CORRESPONDENCE WITH ORDINARY COURSE PROFESSIONALS RE: AFFIDAVITS AND PROCEDURES FOR FILING (0.7); EMAIL CORRESPONDENCE WITH J. WHITSON RE: PWC'S RETENTION APPLICATION (0.3); PREPARE SIXTH SUPPLEMENTAL CASE MANAGEMENT ORDER (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	05/12/06	1.40	TELECONFERENCE WITH L. TRICE RE: BREAKDOWN OF FEES OF RETAINED PROFESSIONALS (0.5); EMAIL CORRESPONDENCE WITH ORDINARY COURSE PROFESSIONALS RE: AFFIDAVITS AND PROCEDURES FOR FILING (0.9).
ZIEGLER VE	05/15/06	4.10	PREPARE BINDERS OF DOCUMENTS FOR THE FEE COMMITTEE MEETING (4.1).
ZIEGLER VE	05/16/06	13.80	DRAFT PWC'S RETENTION APPLICATION, ORDER AND NOTICE (5.4); EMAIL CORRESPONDENCE WITH J. WHITSON RE: PWC'S SERVICES (0.5); ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.8); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.6); WORK ON PAYMENTS CHART (2.1); REVIEW AND PREPARE BINDERS OF DOCUMENTS FOR FEE COMMITTEE MEETING (2.2).
ZIEGLER VE	05/17/06	2.20	TELECONFERENCE WITH L. TRICE RE: BREAK DOWN OF FEES OF PROFESSIONALS (0.4); REVISE AND FOLLOW UP ON THIRD SUPPLEMENTAL NOTICE OF ORDINARY COURSE PROFESSIONALS (0.9); TELECONFERENCES WITH S. GAIL RE: TAX PROFESSIONALS AND PROCESS OF RETENTION AND COMPENSATION (0.9).
ZIEGLER VE	05/18/06	4.70	ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.8); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.8); DRAFT EMAIL ANALYSIS TO K. CRAFT RE: FEE APPLICATION PROCEDURES (0.9).
ZIEGLER VE	05/19/06	3.50	RESPOND TO INQUIRIES BY HOWARD AND HOWARD RE: PREPETITION CLAIM AND ITS TRANSFER (1.1) TELECONFERENCE WITH L. GRETCKO RE: SAME (0.9); WORK ON REQUIREMENTS OF FEE COMMITTEE PROTOCOL (1.1) TELECONFERENCE WITH J. KLEINMAN RE: TASK CODES (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	05/22/06	8.70	EMAIL CORRESPONDENCE WITH M. BROWN RE: FEE STATEMENTS AND APPLICATIONS (0.5); EMAIL CORRESPONDENCE WITH ALL RETAINED PROFESSIONALS RE: DEADLINE FOR SUBMISSION OF BUDGETS (0.4); ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.8); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.6); WORK ON PAYMENTS CHART (2.1); REVISE THIRD NOTICE OF ORDINARY COURSE PROFESSIONALS (2.1).
ZIEGLER VE	05/23/06	5.20	WORK ON ORDINARY COURSE PROFESSIONALS NOTICES (1.2); WORK ON PREPARING DOCUMENTS OF THE FEE COMMITTEE MEETING AND STATUS REPORT (3.5); EMAIL CORRESPONDENCE WITH D. SHERBIN RE: SAME (0.5).
ZIEGLER VE	05/24/06	2.50	TELECONFERENCE WITH L. TRICE FROM DELPHI RE: COMPENSATION OF PROFESSIONALS (0.4); FOLLOW UP ON PAYMENTS TO UNION PROFESSIONALS (0.5); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH J. VITALE RE: SAME (1.6).
ZIEGLER VE	05/25/06	7.30	REVISE PWC'S RETENTION APPLICATION (2.5); EMAIL CORRESPONDENCE AND TELECONFERENCE WITH J. WHITSON RE: SAME AND HOURLY RATES OF STATEMENTS OF WORK (1.2); REPLY TO EMAIL CORRESPONDENCE WITH DELPHI RE: ORDINARY COURSE PROFESSIONALS (0.9); WORK ON CHART OF PAYMENT OF PROFESSIONALS (1.2); ANALYZE PAYMENTS TO UNION PROFESSIONALS AND PROCEDURES THEREOF (1.5).
ZIEGLER VE	05/26/06	6.40	WORK ON FEE PROTOCOL REQUIREMENTS (0.5); PREPARE DESCRIPTION OF HOW THE FEE COMMITTEE WILL ASSESS THE REASONABLENESS OF EACH FEE APPLICATION (2.7); WORK ON DOCUMENTS FOR THE FEE COMMITTEE MEETING (3.2).
ZIEGLER VE	05/27/06	5.30	ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.6); WORK ON CHART RE: PAYMENTS AND OUTSTANDING FEES (1.2); PREPARE CHART OF AFFIDAVITS OF ORDINARY COURSE PROFESSIONALS AFFIDAVITS (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE 05/30/06 8.30 DRAFT NOTICE OF FEE COMMITTEE BUDGET DEADLINE AND PROCEDURES (1.2); EMAIL CORRESPONDENCE WITH ALL OF THE RETAINED PROFESSIONALS RE: DEADLINE FOR SUBMISSION OF BUDGETS (0.4); ANALYZE PAYMENTS MADE TO PROFESSIONALS (2.2); EMAIL CORRESPONDENCE WITH M. PISCITELLI RE: OUTSTANDING FEES AND INVOICES AND DEADLINES (0.8); FOLLOW UP ON M. PISCITELLI'S INQUIRIES RE: FEE STATEMENTS (0.6); RESPOND TO INQUIRIES RE: BLAKES'S FEE APPLICATION (0.4); PREPARE DOCUMENTS FOR FEE COMMITTEE'S MEETINGS (2.1); REVIEW AFFIDAVITS OF ORDINARY COURSE PROFESSIONALS (0.6).

ZIEGLER VE 05/31/06 9.40 REVIEW AND PREPARE BINDERS OF DOCUMENTS FOR FEE COMMITTEE MEETING (6.8); EMAIL CORRESPONDENCE WITH J. WHITSON FROM DELPHI AND A. SMITH FROM PWC RE: RETENTION OF PWC (0.7); REVIEW DECLARATION OF PWC (1.2) EMAIL CORRESPONDENCE WITH D. SHERBIN RE: FEE COMMITTEE AND FEE PROTOCOL REQUIREMENTS (0.4); RESEARCH NOTICE PROCEDURES RE: SAME (0.3).

128.00

Total Associate/Law Clerk 247.50

LONDON KD	05/25/06	3.80	ASSIST WITH PREPARING MONTHLY FEE STATEMENT BINDERS FOR FEE COMMITTEE (3.8).
LONDON KD	05/31/06	12.60	ASSIST WITH ASSEMBLING RETENTION BINDERS FOR FEE COMMITTEE (12.6).
		16.40	

ROSEN R 05/08/06 0.90 INVESTIGATION, RESEARCH, ASSIST WITH COMPILING FEE COMMITTEE PRECEDENT MATERIALS RE: UPCOMING FEE COMMITTEE MEETING (0.9).

ROSEN R 05/15/06 1.40 INVESTIGATION, RESEARCH, COMPILE AND FORWARD CONTACT INFORMATION RE: SITRICK, GOODWIN PROCTOR, ALVAREZ & MARSAL TO REQUESTING TEAM ATTORNEY RE: PAYMENT OF FEES UNDER DIP ORDER (0.9); FURTHER RESEARCH RE: WATSON WYATT RE: SAME (0.3); COMPILE, FORWARD GOODWIN PROCTOR 2019 STATEMENTS TO REQUESTING TEAM ATTORNEY (0.2).

ROSEN R 05/29/06 0.90 REVISE, UPDATE 6/16 HEARING BINDERS RE: BOOZ ALLEN BLACKLINED AND CLEAN ORDERS (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/30/06	0.60	MONITOR CASE DOCKET AND COORDINATE WITH KCC RE: SERVICE OF BUCK CONSULTANTS AND BOOZ ALLEN ORDERS ENTERED FROM 5/30 HEARING (0.6).
ROSEN R	05/31/06	4.70	REVIEW INTERIM COMPENSATION ORDERS, FEE COMMITTEE PROTOCOL RE: FEE APPLICATION SERVICE INFORMATION (1.4); REVISE, UPDATE, PREPARE FEE APPLICATION SPECIAL PARTIES SERVICE LIST (1.1); REVISE FEE APPLICATION NOTICE OF HEARING (1.3); WORK WITH KCC RE: SERVICE OF FEE APPLICATION NOTICE OF HEARING (0.9).
		8.50	
SALAZAR AG	05/02/06	2.00	COLLECT NOTICES OF PRESENTMENT FOR BLAKES, PAGEMILL AND MAYER BROWN AND SEND TO COURT FOR ENTRY (2.0).
SALAZAR AG	05/03/06	0.40	UPDATE LIST OF OCPS (0.2); SEARCH DOCKET FOR FTI PLEADINGS (0.2).
SALAZAR AG	05/05/06	0.30	UPDATE LIST OF OCPS (0.3).
		2.70	
ZSOLDOS AF	05/03/06	3.90	UPDATE PROFESSIONAL FEES CHART (3.9).
ZSOLDOS AF	05/11/06	11.10	PREPARE AND UPDATE BINDERS FOR FEE COMMITTEE MEETING (4.7); PREPARE AND UPDATE VARIOUS CHARTS FOR FEE COMMITTEE MEETING (6.4).
ZSOLDOS AF	05/15/06	2.40	UPDATE FEE CHART, ORGANIZE FILES, AND DISCARD DUPLICATE MONTHLY STATEMENTS (1.6); SEND EMAILS TO PROFESSIONALS RE: EXPIRATION OF OBJECTION DEADLINE FOR PAYMENT OF MONTHLY FEES (0.8).
ZSOLDOS AF	05/16/06	1.00	UPDATE FEE COMMITTEE BINDERS (1.0).
ZSOLDOS AF	05/17/06	6.60	FEE COMMITTEE MEETING PREPARATION, INCLUDING UPDATING OLD BINDERS AND CREATING NEW BINDERS (3.7); UPDATE FEE CHART (2.9).
ZSOLDOS AF	05/19/06	2.50	REVIEW UNION PROFESSIONALS PAYMENT ORDER AND OTHER RETAINED PROFESSIONALS ORDER TO DETERMINE WHEN OBJECTION PERIOD ENDS (1.2); UPDATE FEE CHART (0.8); UPDATE FEE COMMITTEE BINDERS (0.5).
ZSOLDOS AF	05/22/06	2.90	CHECK PAYMENTS MADE TO PROFESSIONALS (0.5); EMAILING OCP AFFIDAVIT LIST OF PROFESSIONALS WHO HAVE NOT FILED AN AFFIDAVIT TO V. ZIEGLER (0.3); UPDATE FEE APPS CHART (2.1).
ZSOLDOS AF	05/23/06	1.50	UPDATE FEE CHART (0.8); SEND EMAILS TO PROFESSIONALS RE: OBJECTION DEADLINE EXPIRATION (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	05/25/06	5.50	DETERMINE PARTIES THAT SHOULD BE PAID PURSUANT TO INTERIM COMPENSATION ORDER AND NO OBJECTIONS RECEIVED AND SEND LIST TO V. ZIEGLER (1.1); PREPARE FOR FEE COMMITTEE MEETING, INCLUDING CREATING BINDERS OF MONTHLY STATEMENTS RECEIVED FOR ALL PROFESSIONALS SUBJECT TO INTERIM COMPENSATION ORDER (4.4).
ZSOLDOS AF	05/30/06	7.30	COMPILE LIST OF EMAILS RETAINED PROFESSIONALS, COMPARING AGAINST EARLIER VERSION (0.8); UPDATE FEE CHART WITH INFORMATION FROM NEW FEE STATEMENTS (2.0); MEET WITH V. ZIEGLER RE: FEE COMMITTEE MEETING PREPARATION (0.7); FEE COMMITTEE PREPARATION, INCLUDING UPDATING BINDERS AND CONTINUING TO UPDATE CHARTS (3.8).
ZSOLDOS AF	05/31/06	12.40	FINAL FEE COMMITTEE PREPARATION, INCLUDING: REVIEWING AND UPDATING INTERIM FEE APPLICATIONS BINDER (3.1); REVIEW AND UPDATE RETAINED PROFESSIONALS RETENTION APPLICATIONS BINDER (4.3); REVIEW AND UPDATE BINDERS OF PROFESSIONALS' MONTHLY FEE STATEMENTS (3.3); PREPARE UPDATED LIST OF ALL PROFESSIONALS' CONTACT INFORMATION (1.1); PREPARE LIST OF FEE COMMITTEE MEMBERS' CONTACT INFORMATION (0.6).

57.10

Total Legal Assistant 84.70

WORSHECK TM	05/18/06	1.40	COMPILE LIST OF PROFESSIONALS' FIRST INTERIM FEE APPLICATIONS RE: 6/20 HEARING (1.4)
		1.40	
Total Legal Assistant Support		1.40	

TOTAL TIME 343.00

* Law clerks are law school graduates who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters/Objections (Others)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	3,077.23
In-house Reproduction	05/05/06	Copy Center, D	0.40
In-house Reproduction	05/05/06	Copy Center, D	2,271.63
In-house Reproduction	05/09/06	Copy Center, D	1,796.52
In-house Reproduction	05/12/06	Copy Center, D	133.20
In-house Reproduction	05/12/06	Copy Center, D	157.50
In-house Reproduction	05/16/06	Copy Center, D	1,944.02
In-house Reproduction	05/16/06	Copy Center, D	39.30
In-house Reproduction	05/19/06	Copy Center, D	4,294.34
In-house Reproduction	05/19/06	Copy Center, D	69.40
In-house Reproduction	05/23/06	Copy Center, D	430.40
In-house Reproduction	05/26/06	Copy Center, D	0.30
In-house Reproduction	05/26/06	Copy Center, D	482.30
In-house Reproduction	05/30/06	Copy Center, D	6,121.46
In-house Reproduction	05/30/06	Copy Center, D	94.00
TOTAL IN-HOUSE REPRODUCTION			\$20,912.00
Telephone Expense	05/26/06	Telecommunications, D	2.69
Telephone Expense	05/26/06	Telecommunications, D	3.26
Telephone Expense	05/26/06	Telecommunications, D	0.05
TOTAL TELEPHONE EXPENSE			\$6.00
Westlaw	05/23/06	Ziegler VE	91.00
TOTAL WESTLAW			\$91.00
Messengers/ Courier	05/01/06	Dist Serv/Mail/Page, D	28.83
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	38.96
Messengers/ Courier	05/08/06	Dist Serv/Mail/Page, D	25.21
TOTAL MESSENGERS/ COURIER			\$93.00
Printing to paper from TIF	05/18/06	Copy Center, D	1,061.00
TOTAL PRINTING TO PAPER FROM TIF			\$1,061.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL MATTER	\$22,163.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
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(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
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- and -

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Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-7
NONWORKING TRAVEL TIME
1,312.3 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Nonworking Travel Time

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
ATKINS PA	02/13/06	2.70	TO TROY FROM NEW YORK CITY (2.7) .
ATKINS PA	02/14/06	2.70	TO NYC FROM TROY (2.7) .
		5.40	
BUTLER, JR. J	02/01/06	2.80	TO NEW YORK FROM TROY (2.8) .
BUTLER, JR. J	02/03/06	4.90	TO CHICAGO FROM NEW YORK (4.9) .
BUTLER, JR. J	02/06/06	8.60	TO DETROIT FROM CHICAGO (4.8) ; TO NEW YORK FROM DETROIT (3.8) .
BUTLER, JR. J	02/08/06	5.60	TO DETROIT FROM NEW YORK (3.7) ; TO NEW YORK FROM DETROIT (1.9) .
BUTLER, JR. J	02/11/06	4.30	TO CHICAGO FROM NEW YORK (4.3) .
BUTLER, JR. J	02/12/06	3.80	TO TROY FROM CHICAGO (3.8) .
BUTLER, JR. J	02/14/06	4.60	TO CHICAGO FROM DETROIT (4.6) .
BUTLER, JR. J	02/15/06	3.90	TO NEW YORK FROM CHICAGO (3.9) .
BUTLER, JR. J	02/16/06	4.20	TO DETROIT FROM NEW YORK (4.2) .
BUTLER, JR. J	02/17/06	4.40	TO CHICAGO FROM DETROIT (4.4) .
BUTLER, JR. J	02/19/06	4.30	TO DETROIT FROM CHICAGO (4.3) .
BUTLER, JR. J	02/20/06	3.80	TO CHICAGO FROM DETROIT (3.8) .
BUTLER, JR. J	02/26/06	3.80	TO DETROIT FROM CHICAGO (3.8) .
BUTLER, JR. J	02/28/06	2.70	TO NEW YORK FROM DETROIT (2.7) .
		61.70	
COCHRAN EL	02/06/06	8.80	TO DETROIT FROM NEW YORK (4.5) ; TO NEW YORK FROM DETROIT (4.3) .
COCHRAN EL	02/13/06	5.20	TO DETROIT FROM NEW YORK (5.2) .
COCHRAN EL	02/14/06	4.90	TO NEW YORK FROM DETROIT (4.9) .
		18.90	
FURFARO JP	02/06/06	3.00	TO TROY FROM NEW YORK (3.0) .
FURFARO JP	02/07/06	1.50	TO NEW YORK FROM TROY (1.5) .
		4.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	02/02/06	4.40	TO CHICAGO FROM TROY (4.4) .
LYONS JK	02/07/06	4.00	TO TROY FROM NYC (4.0) .
LYONS JK	02/09/06	3.80	TO CHICAGO FROM TROY (3.8) .
LYONS JK	02/13/06	4.50	TO TROY FROM CHICAGO (4.5) .
LYONS JK	02/14/06	4.00	TO CHICAGO FROM TROY (4.0) .
LYONS JK	02/22/06	4.10	TO TROY FROM CHICAGO (4.1) .
LYONS JK	02/23/06	4.90	TO CHICAGO FROM TROY (4.9) .
LYONS JK	02/27/06	4.00	TO TROY FROM CHICAGO (4.0) .
LYONS JK	02/28/06	3.50	TO CHICAGO FROM TROY (3.5) .
		37.20	
SPRINGER DE	02/03/06	4.50	TO CHICAGO FROM NEW YORK (4.5) .
SPRINGER DE	02/07/06	3.00	TO NEW YORK FROM CHICAGO (3.0) .
SPRINGER DE	02/10/06	4.20	TO CHICAGO FROM NEW YORK (4.2) .
SPRINGER DE	02/27/06	3.00	TO NEW YORK FROM CHICAGO (3.0) .
		14.70	
Total Partner		142.40	
SHIVAKUMAR D	02/01/06	3.60	TO TROY FROM CHICAGO (3.6) .
SHIVAKUMAR D	02/02/06	4.10	TO CHICAGO FROM TROY (4.1) .
		7.70	
Total Counsel		7.70	
CAMPANARIO ND	02/14/06	4.80	TO CHICAGO FROM NEW YORK (4.8) .
		4.80	
FERN BM	02/02/06	4.30	TO NEW YORK FROM CHICAGO (4.3) .
FERN BM	02/04/06	3.80	TO CHICAGO FROM NEW YORK (3.8) .
FERN BM	02/06/06	2.70	TO NEW YORK FROM CHICAGO (2.7) .
FERN BM	02/10/06	3.50	TO CHICAGO FROM NEW YORK (3.5) .
		14.30	
HERRIOTT AV	02/01/06	4.30	TO NEW YORK FROM CHICAGO (4.3) .
HERRIOTT AV	02/03/06	5.80	TO CHICAGO FROM NEW YORK (5.8) .
HERRIOTT AV	02/15/06	4.30	TO NEW YORK FROM CHICAGO (4.3) .
HERRIOTT AV	02/16/06	5.60	TO CHICAGO FROM NEW YORK (5.6) .
HERRIOTT AV	02/28/06	5.30	TO NEW YORK FROM CHICAGO (5.3) .
		25.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KAHN MT 02/10/06 6.50 TO LOS ANGELES FROM CHICAGO (6.5) .
6.50

MACDONALD N 02/13/06 4.50 TO CHICAGO FROM NEW YORK (4.5) .
4.50

MEISLER RE 02/01/06 3.90 TO NEW YORK FROM CHICAGO (3.9) .

MEISLER RE 02/03/06 4.80 TO CHICAGO FROM NEW YORK (4.8) .

MEISLER RE 02/15/06 4.80 TO NEW YORK FROM CHICAGO (4.8) .

MEISLER RE 02/16/06 4.10 TO TROY FROM NEW YORK (4.1) .

MEISLER RE 02/17/06 2.90 TO CHICAGO FROM TROY (2.9) .

MEISLER RE 02/28/06 3.70 TO NEW YORK FROM CHICAGO (3.7) .

24.20

MICHELI MJ 02/07/06 3.10 TO NEW YORK FROM CHICAGO (3.1) .

MICHELI MJ 02/10/06 3.80 TO EAGLE COLORADO FROM NEW YORK
(3.8) .

MICHELI MJ 02/15/06 3.40 TO TROY FROM CHICAGO (3.4) .

MICHELI MJ 02/16/06 5.80 TO CHICAGO FROM TROY (5.8) .

MICHELI MJ 02/21/06 6.40 TO TROY FROM CHICAGO (3.5) ; TO
CHICAGO FROM TROY (2.9) .

22.50

OLASKY F 02/02/06 4.50 TO NEW YORK FROM TROY (4.5) .

4.50

REESE RG 02/02/06 4.30 TO NEW YORK FROM TROY (4.3) .

REESE RG 02/03/06 5.20 TO CHICAGO FROM NEW YORK (5.2) .

REESE RG 02/07/06 4.10 TO TROY FROM CHICAGO (4.1) .

REESE RG 02/10/06 4.20 TO CHICAGO FROM TROY (4.2) .

REESE RG 02/13/06 4.40 TO TROY FROM CHICAGO (4.4) .

REESE RG 02/17/06 4.60 TO CHICAGO FROM TROY (4.6) .

REESE RG 02/19/06 4.10 TO TROY FROM CHICAGO (4.1) .

REESE RG 02/22/06 4.30 TO CHICAGO FROM TROY (4.3) .

35.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	02/02/06	4.20	TO CHICAGO FROM TROY (4.2) .
		4.20	

ZALTZMAN H	02/02/06	3.80	TO NEW YORK FROM TROY (3.8) .
		3.80	

Total Associate		149.80	
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BUCKMAN K	02/01/06	5.70	TO/FROM BOSTON TO CHICAGO (5.7) .
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BUCKMAN K	02/04/06	4.60	TRAVEL TO/FROM CHICAGO TO BOSTON (4.6) .
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BUCKMAN K	02/06/06	4.50	TRAVEL TO/FROM BOSTON TO CHICAGO (4.5) .
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BUCKMAN K	02/19/06	4.60	TO/FROM CHICAGO TO BOSTON (4.6) .
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19.40

HENDRICK D	02/01/06	6.70	TO CHICAGO FROM NEW YORK (6.7) .
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HENDRICK D	02/18/06	4.40	TO NEW YORK FROM CHICAGO (4.4) .
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11.10

JIN D	02/01/06	10.20	TO CHICAGO FROM SAN FRANCISCO (10.2) .
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JIN D	02/12/06	6.20	TO SAN FRANCISCO FROM CHICAGO (6.2) .
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16.40

SCHER S	02/01/06	4.80	TO CHICAGO FROM NEW YORK (4.8) .
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SCHER S	02/14/06	4.00	TO NEW YORK FROM CHICAGO (4.0) .
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8.80

Total Legal Assistant		55.70	
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TOTAL TIME		<u>355.60</u>	
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Nonworking Travel Time

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/06	4.70	TO DENVER FROM NEW YORK (4.7) .
BUTLER, JR. J	03/05/06	5.80	TO DETROIT FROM CHICAGO (4.3) .
BUTLER, JR. J	03/06/06	4.70	TO CHICAGO FROM DETROIT (4.7) .
BUTLER, JR. J	03/08/06	4.60	TO NEW YORK FROM CHICAGO (4.6) .
BUTLER, JR. J	03/09/06	4.80	TO CHICAGO FROM NEW YORK (4.8) .
BUTLER, JR. J	03/12/06	4.80	TO DETROIT FROM CHICAGO (4.8) .
BUTLER, JR. J	03/15/06	4.70	TO NEW YORK FROM DETROIT (4.7) .
BUTLER, JR. J	03/16/06	4.40	TO CHICAGO FROM NEW YORK (4.4) .
BUTLER, JR. J	03/19/06	4.10	TO DETROIT FROM CHICAGO (4.1) .
BUTLER, JR. J	03/20/06	2.80	TO NEW YORK FROM DETROIT (2.8) .
BUTLER, JR. J	03/22/06	2.80	TO SAVANNAH FROM NEW YORK (2.8) .
BUTLER, JR. J	03/23/06	2.80	TO DETROIT FROM SAVANNAH (VIA ATLANTA) (2.8) .
BUTLER, JR. J	03/24/06	4.30	TO CHICAGO FROM DETROIT (4.3) .
BUTLER, JR. J	03/26/06	4.30	TO DETROIT FROM CHICAGO (4.3) .
BUTLER, JR. J	03/29/06	2.90	TO NEW YORK FROM DETROIT FROM NEW YORK (2.9) .
BUTLER, JR. J	03/30/06	2.70	TO DETROIT FROM NEW YORK (2.7) .
BUTLER, JR. J	03/31/06	5.70	TO CHICAGO FROM DETROIT (5.7) .
		70.90	
COCHRAN EL	03/28/06	4.00	TO TROY FROM NEW YORK (4.0) .
COCHRAN EL	03/29/06	3.60	TO NEW YORK FROM DETROIT (3.6) .
		7.60	
FURFARO JP	03/06/06	3.80	TO/FROM TROY FROM NEW YORK (3.8) .
		3.80	
LYONS JK	03/07/06	3.80	TO TROY FROM CHICAGO (3.8) .
LYONS JK	03/09/06	4.80	TO CHICAGO FROM TROY (4.8) .
LYONS JK	03/15/06	4.00	TO TROY FROM CHICAGO (4.0) .
LYONS JK	03/16/06	4.30	TO CHICAGO FROM TROY (4.3) .
LYONS JK	03/21/06	4.50	TO TROY FROM CHICAGO (4.5) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	03/23/06	3.90	TO CHICAGO FROM TROY (3.9) .
		25.30	
SPRINGER DE	03/02/06	2.80	TO CHICAGO FROM NEW YORK (2.8) .
SPRINGER DE	03/05/06	2.70	TO TROY FROM CHICAGO (2.7) .
SPRINGER DE	03/06/06	2.90	TO NEW YORK FROM DETROIT (2.9) .
SPRINGER DE	03/08/06	4.40	TO CHICAGO FROM NEW YORK (4.4) .
SPRINGER DE	03/12/06	2.30	TO NEW YORK FROM CHICAGO (2.3) .
SPRINGER DE	03/22/06	3.00	TO CHICAGO FROM NEW YORK (3.0) .
SPRINGER DE	03/29/06	3.90	TO NEW YORK FROM CHICAGO (3.9) .
SPRINGER DE	03/31/06	4.80	TO CHICAGO FROM NEW YORK (4.8) .
		26.80	
Total Partner		134.40	
SHIVAKUMAR D	03/05/06	2.40	TO TROY FROM CHICAGO (2.4) .
SHIVAKUMAR D	03/06/06	4.40	TO NEW YORK FROM TROY (4.4) .
SHIVAKUMAR D	03/08/06	4.70	TO CHICAGO FROM NEW YORK (4.7) .
SHIVAKUMAR D	03/12/06	4.40	TO NEW YORK FROM CHICAGO (4.4) .
SHIVAKUMAR D	03/23/06	4.20	TO CHICAGO FROM NEW YORK (4.2) .
SHIVAKUMAR D	03/28/06	4.70	TO NEW YORK FROM CHICAGO (4.7) .
SHIVAKUMAR D	03/31/06	5.20	TO CHICAGO FROM NEW YORK (5.2) .
		30.00	
Total Counsel		30.00	
CAMPANARIO ND	03/23/06	5.40	TO KANSAS CITY FROM CHICAGO (2.7) ; TO DENVER FROM KANSAS CITY (2.7) .
CAMPANARIO ND	03/24/06	3.50	TO CHICAGO FROM DENVER (3.5) .
		8.90	
FERN BM	03/06/06	2.70	TO NEW YORK FROM CHICAGO (2.7) .
FERN BM	03/08/06	3.50	TO CHICAGO FROM NEW YORK (3.5) .
FERN BM	03/13/06	4.70	TO NEW YORK FROM CHICAGO (4.7) .
FERN BM	03/22/06	4.90	TO CHICAGO FROM NEW YORK (4.9) .
		15.80	
GUZZARDO J	03/04/06	4.20	TO TROY FROM CHICAGO (4.2) .
GUZZARDO J	03/06/06	3.90	TO NEW YORK FROM DETROIT (3.9) .
GUZZARDO J	03/08/06	4.20	TO CHICAGO FROM NEW YORK (4.2) .
GUZZARDO J	03/12/06	3.70	TO NEW YORK FROM CHICAGO (3.7) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GUZZARDO J	03/17/06	2.30	TO CHICAGO FROM NEW YORK (2.3).
GUZZARDO J	03/21/06	2.70	TO NEW YORK FROM CHICAGO (2.7).
GUZZARDO J	03/23/06	3.80	TO CHICAGO FROM NEW YORK (3.8).

24.80

HERRIOTT AV	03/01/06	4.70	TO CHICAGO FROM NEW YORK (4.7).
HERRIOTT AV	03/03/06	4.30	TO TROY FROM CHICAGO (4.3).
HERRIOTT AV	03/04/06	4.10	TO CHICAGO FROM TROY (4.1).
HERRIOTT AV	03/29/06	4.10	TO NEW YORK FROM CHICAGO (4.1).
HERRIOTT AV	03/31/06	5.60	TO CHICAGO FROM NEW YORK (5.6).

22.80

MACDONALD N	03/04/06	4.20	TO DETROIT FROM CHICAGO (4.2).
MACDONALD N	03/06/06	3.90	TO NEW YORK FROM DETROIT (3.9).
MACDONALD N	03/08/06	5.40	TO CHICAGO FROM NEW YORK (5.4).
MACDONALD N	03/12/06	3.40	TO NEW YORK FROM CHICAGO (3.4).
MACDONALD N	03/23/06	3.90	TO CHICAGO FROM NEW YORK (3.9).

20.80

MEISLER RE	03/01/06	4.20	TO TROY FROM NEW YORK (4.2).
MEISLER RE	03/04/06	3.30	TO CHICAGO FROM TROY (3.3).
MEISLER RE	03/15/06	4.30	TO TROY FROM CHICAGO (4.3).
MEISLER RE	03/16/06	4.00	TO CHICAGO FROM TROY (4.0).
MEISLER RE	03/20/06	3.50	TO TROY FROM CHICAGO (3.5).
MEISLER RE	03/21/06	3.70	TO CHICAGO FROM DETROIT (3.7).
MEISLER RE	03/27/06	4.80	TO TROY FROM CHICAGO (4.8).
MEISLER RE	03/29/06	3.50	TO NEW YORK FROM TROY (3.5).
MEISLER RE	03/31/06	4.90	TO CHICAGO FROM NEW YORK (4.9).

36.20

MICHELI MJ	03/01/06	6.80	TO DETROIT FROM CHICAGO (2.7); TO CHICAGO FROM DETROIT (4.1).
MICHELI MJ	03/08/06	6.60	TO DETROIT FROM CHICAGO (3.4); TO CHICAGO FROM DETROIT (3.2).
MICHELI MJ	03/22/06	8.10	TO DETROIT FROM CHICAGO (3.8); TO KANSAS CITY FROM DETROIT (4.3).
MICHELI MJ	03/23/06	4.40	TO DENVER FROM KANSAS CITY (4.4).
MICHELI MJ	03/24/06	5.90	TO CHICAGO FROM DENVER (5.9).

31.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/07/06	4.40	TO TROY FROM CHICAGO (4.4) .
REESE RG	03/10/06	4.30	TO CHICAGO FROM TROY (4.3) .
REESE RG	03/19/06	3.90	TO TROY FROM CHICAGO (3.9) .
REESE RG	03/23/06	3.60	TO CHICAGO FROM DETROIT (3.6) .
REESE RG	03/27/06	4.10	TO TROY FROM CHICAGO (4.1) .
REESE RG	03/31/06	5.70	TO CHICAGO FROM TROY VIA CAR (5.7) .

26.00

STUART NL	03/28/06	3.40	TO NEW YORK FROM CHICAGO (3.4) .
STUART NL	03/31/06	5.70	TO CHICAGO FROM NEW YORK (5.7) .

9.10

ZALTZMAN H	03/03/06	4.20	TO TROY FROM NEW YORK (4.2) .
ZALTZMAN H	03/06/06	4.80	TO NEW YORK FROM TROY (4.8) .

9.00

Total Associate 205.20

TOTAL TIME 369.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Nonworking Travel Time

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/03/06	8.60	TO DETROIT FROM CHICAGO (4.4); TO CHICAGO FROM DETROIT (4.2).
BUTLER, JR. J	04/05/06	3.80	TO DETROIT FROM CHICAGO (3.8).
BUTLER, JR. J	04/06/06	2.30	TO NEW YORK FROM DETROIT (2.3).
BUTLER, JR. J	04/07/06	4.60	TO CHICAGO FROM NEW YORK (4.6).
BUTLER, JR. J	04/09/06	3.90	TO DETROIT FROM CHICAGO (3.9).
BUTLER, JR. J	04/10/06	3.70	TO CHICAGO FROM DETROIT (3.7).
BUTLER, JR. J	04/23/06	3.80	TO DETROIT FROM CHICAGO (3.8).
BUTLER, JR. J	04/26/06	2.70	TO CHICAGO FROM DETROIT (2.7).
BUTLER, JR. J	04/28/06	4.60	TO NEW YORK FROM SAVANNAH (FLIGHT CANCELLED-MECHANICAL) TO CHICAGO FROM SAVANNAH (4.6).
BUTLER, JR. J	04/30/06	3.60	TO DETROIT FROM CHICAGO (3.6).
		41.60	
FURFARO JP	04/26/06	3.00	TO TROY FROM NEW YORK (3.0).
FURFARO JP	04/27/06	2.50	TO NEW YORK FROM TROY (2.5).
		5.50	
LYONS JK	04/05/06	3.30	TO ATLANTA FROM TROY (3.3).
LYONS JK	04/10/06	4.10	TO TROY FROM CHICAGO (4.1).
LYONS JK	04/12/06	4.20	TO CHICAGO FROM TROY (4.2).
LYONS JK	04/18/06	3.80	TO TROY FROM CHICAGO (3.8).
LYONS JK	04/20/06	4.30	TO CHICAGO FROM TROY (4.3).
LYONS JK	04/26/06	3.80	TO TROY FROM CHICAGO (3.8).
LYONS JK	04/28/06	4.60	TO CHICAGO FROM TROY (4.6).
		28.10	
SPRINGER DE	04/04/06	1.50	TO TROY FROM CHICAGO (1.5).
SPRINGER DE	04/07/06	4.00	TO CHICAGO FROM TROY (4.0).
		5.50	
Total Partner		80.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/05/06	4.70	TO NEW YORK FROM CHICAGO (4.7) .
HERRIOTT AV	04/07/06	5.40	TO CHICAGO FROM NEW YORK (5.4) .
		10.10	
MEISLER RE	04/05/06	4.70	TO NEW YORK FROM CHICAGO (4.7) .
MEISLER RE	04/07/06	4.30	TO CHICAGO FROM NEW YORK (4.3) .
MEISLER RE	04/11/06	4.50	TO DETROIT FROM CHICAGO (4.5) .
MEISLER RE	04/18/06	4.10	TO TROY FROM CHICAGO (4.1) .
MEISLER RE	04/19/06	4.00	TO CHICAGO FROM TROY (4.0) .
MEISLER RE	04/25/06	4.30	TO TROY FROM CHICAGO (4.3) .
MEISLER RE	04/26/06	3.30	TO CHICAGO FROM TROY (3.3) .
		29.20	
MICHELI MJ	04/04/06	7.70	TO DETROIT FROM CHICAGO (4.5) ; TO NEW YORK FROM DETROIT (3.2) .
MICHELI MJ	04/07/06	4.90	TO CHICAGO FROM NEW YORK (4.9) .
MICHELI MJ	04/12/06	6.70	TO DETROIT FROM CHICAGO (3.2) ; TO CHICAGO FROM DETROIT (3.5) .
MICHELI MJ	04/19/06	6.20	TO DETROIT FROM CHICAGO (3.2) ; TO CHICAGO FROM DETROIT (3.0) .
		25.50	
REESE RG	04/05/06	4.10	TO NEW YORK FROM CHICAGO (4.1) .
REESE RG	04/07/06	4.70	TO CHICAGO FROM NEW YORK (4.7) .
REESE RG	04/11/06	4.60	TO TROY FROM CHICAGO (4.6) .
REESE RG	04/13/06	4.70	TO CHICAGO FROM TROY (4.7) .
REESE RG	04/18/06	3.10	TO DETROIT FROM CHICAGO (3.1) .
REESE RG	04/21/06	4.30	TO CHICAGO FROM TROY (4.3) .
REESE RG	04/23/06	3.00	TO DETROIT FROM CHICAGO (3.0) .
REESE RG	04/26/06	3.90	TO CHICAGO FROM TROY (3.9) .
		32.40	
WHARTON JN	04/27/06	6.20	TO TROY FROM CHICAGO (2.8) ; TO CHICAGO FROM TROY (3.4) .
		6.20	
Total Associate		103.40	
TOTAL TIME		<u>184.10</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Nonworking Travel Time

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	05/03/06	5.90	TO TROY, MI AND RETURN (5.9).
		5.90	
BUTLER, JR. J	05/02/06	2.80	TO NEW YORK FROM DETROIT (2.8).
BUTLER, JR. J	05/04/06	4.10	TO DETROIT FROM CHICAGO (4.1).
BUTLER, JR. J	05/07/06	3.90	TO NEW YORK FROM CHICAGO (3.9).
BUTLER, JR. J	05/12/06	4.20	TO CHICAGO FROM NEW YORK CITY (4.2).
BUTLER, JR. J	05/14/06	3.30	TO DETROIT FROM CHICAGO (3.3).
BUTLER, JR. J	05/15/06	3.60	TO CHICAGO FROM DETROIT (3.6).
BUTLER, JR. J	05/21/06	3.70	TO DETROIT FROM CHICAGO (3.7).
BUTLER, JR. J	05/23/06	2.90	TO NEW YORK FROM DETROIT (2.9).
BUTLER, JR. J	05/24/06	3.10	TO DETROIT FROM NEW YORK (3.1).
BUTLER, JR. J	05/25/06	3.40	TO NEW YORK FROM DETROIT (3.4).
BUTLER, JR. J	05/26/06	3.90	TO CHICAGO FROM NEW YORK (3.9).
BUTLER, JR. J	05/30/06	4.50	TO DETROIT FROM CHICAGO (4.5).

43.40

HOGAN III AL	05/22/06	2.50	TO CHICAGO FROM TROY (2.5).
		2.50	

LYONS JK	05/02/06	3.50	TO TROY FROM CHICAGO (3.5).
LYONS JK	05/04/06	4.30	TO CHICAGO FROM TROY (4.3).
LYONS JK	05/08/06	3.30	TO TROY FROM CHICAGO (3.3).
LYONS JK	05/09/06	3.50	TO CHICAGO FROM TROY (3.5).
LYONS JK	05/11/06	3.40	TO TROY FROM CHICAGO (3.4).
LYONS JK	05/12/06	4.90	TO CHICAGO FROM TROY (4.9).
LYONS JK	05/17/06	3.80	TO TROY FROM CHICAGO (3.8).
LYONS JK	05/19/06	4.00	TO CHICAGO FROM TROY (4.0).
LYONS JK	05/24/06	3.30	TO TROY FROM CHICAGO (3.3).
LYONS JK	05/25/06	6.40	TO CHICAGO FROM TROY (BY CAR) (6.4).

40.40

PANAGAKIS GN	05/03/06	4.00	TO NEW YORK FROM CHICAGO (4.0).
PANAGAKIS GN	05/05/06	3.80	TO CHICAGO FROM NEW YORK (3.8).
PANAGAKIS GN	05/07/06	3.80	TO NEW YORK FROM CHICAGO (3.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	05/12/06	5.20	TO CHICAGO FROM NEW YORK (5.2) .
PANAGAKIS GN	05/21/06	2.00	TO TROY FROM CHICAGO (2.0) .
PANAGAKIS GN	05/22/06	3.60	TO NEW YORK FROM TROY (3.6) .
PANAGAKIS GN	05/26/06	4.20	TO CHICAGO FROM NEW YORK (4.2) .
PANAGAKIS GN	05/31/06	3.90	TO NEW YORK FROM CHICAGO (3.9) .

30.50

WEXLER MP	05/03/06	7.90	TO TROY FROM CHICAGO (3.8); TO CHICAGO FROM TROY (4.1) .
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7.90

Total Partner 130.60

SHIVAKUMAR D	05/10/06	5.70	TO NEW YORK FROM CHICAGO (5.7) .
SHIVAKUMAR D	05/12/06	5.30	TO CHICAGO FROM NEW YORK (5.3) .
SHIVAKUMAR D	05/15/06	4.10	TO TROY FROM CHICAGO (4.1) .
SHIVAKUMAR D	05/16/06	3.70	TO CHICAGO FROM TROY (3.7) .
SHIVAKUMAR D	05/23/06	8.30	TO TROY FROM CHICAGO (3.8); TO CHICAGO FROM TROY (4.5) .
SHIVAKUMAR D	05/29/06	5.80	TO NEW YORK FROM CHICAGO (5.8) .

32.90

Total Counsel 32.90

CAMPANARIO ND	05/01/06	4.50	TO NEW YORK FROM CHICAGO (4.5) .
CAMPANARIO ND	05/13/06	4.90	TO CHICAGO FROM NEW YORK (4.9) .
CAMPANARIO ND	05/22/06	5.00	TO NEW YORK FROM CHICAGO (5.0) .
CAMPANARIO ND	05/31/06	5.00	TO NEW YORK FROM CHICAGO (5.0) .

19.40

FERN BM	05/04/06	2.30	TO NEW YORK FROM CHICAGO (2.3) .
FERN BM	05/05/06	5.10	TO CHICAGO FROM NEW YORK (5.1) .
FERN BM	05/07/06	4.60	TO NEW YORK FROM CHICAGO (4.6) .
FERN BM	05/12/06	5.30	TO CHICAGO FROM NEW YORK (5.3) .
FERN BM	05/29/06	5.40	TO NEW YORK FROM CHICAGO (5.4) .
FERN BM	05/30/06	5.70	FROM NEW YORK TO CHICAGO (5.7) .

28.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GUZZARDO J	05/16/06	5.80	TO NEW YORK FROM CHICAGO (5.8) .
GUZZARDO J	05/17/06	4.90	TO CHICAGO FROM NEW YORK (4.9) .
GUZZARDO J	05/30/06	5.70	TO NEW YORK FROM CHICAGO (5.7) .
16.40			
HERRIOTT AV	05/02/06	4.70	TO NEW YORK FROM CHICAGO (4.7) .
HERRIOTT AV	05/03/06	5.30	TO NEW YORK FROM CHICAGO (5.3) .
HERRIOTT AV	05/22/06	4.20	TO TROY FROM CHICAGO (4.2) .
HERRIOTT AV	05/25/06	6.40	TO CHICAGO FROM TROY (BY CAR) (6.4) .
20.60			
MACDONALD N	05/01/06	4.20	TO NEW YORK FROM CHICAGO (4.2) .
MACDONALD N	05/12/06	3.60	TO CHICAGO FROM NEW YORK (3.6) .
MACDONALD N	05/23/06	5.10	TO NEW YORK FROM CHICAGO (5.1) .
MACDONALD N	05/25/06	4.50	TO CHICAGO FROM NEW YORK (4.5) .
17.40			
MEISLER RE	05/02/06	5.30	TO NEW YORK FROM CHICAGO (5.3) .
MEISLER RE	05/04/06	3.50	TO CHICAGO FROM NEW YORK (3.5) .
MEISLER RE	05/10/06	4.30	TO TROY FROM CHICAGO (4.3) .
MEISLER RE	05/11/06	3.50	TO CHICAGO FROM TROY (3.5) .
MEISLER RE	05/15/06	3.80	TO TROY FROM TROY (3.8) .
MEISLER RE	05/16/06	4.00	TO CHICAGO FROM TROY (4.0) .
MEISLER RE	05/22/06	3.90	TO TROY FROM CHICAGO (3.9) .
MEISLER RE	05/24/06	5.20	TO CHICAGO FROM TROY (5.2) .
MEISLER RE	05/29/06	4.20	TO NEW YORK FROM CHICAGO (4.2) .
MEISLER RE	05/30/06	5.90	TO CHICAGO FROM CHICAGO (5.9) .
43.60			

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	05/02/06	3.40	TO DETROIT AIRPORT FROM CHICAGO (3.4) .
REESE RG	05/05/06	4.40	TO CHICAGO FROM TROY (4.4) .
REESE RG	05/07/06	4.70	TO TROY FROM CHICAGO (4.7) .
REESE RG	05/12/06	4.90	TO CHICAGO FROM TROY (4.9) .
REESE RG	05/14/06	3.80	TO TROY FROM CHICAGO (3.8) .
REESE RG	05/17/06	4.80	TO CHICAGO FROM TROY (4.8) .
REESE RG	05/21/06	3.90	TO TROY FROM CHICAGO (3.9) .
REESE RG	05/25/06	6.40	TO CHICAGO FROM TROY (BY CAR) (6.9) .
REESE RG	05/30/06	4.20	TO DETROIT AIRPORT FROM CHICAGO (4.2) .

40.50

STUART NL	05/15/06	3.70	TO TROY FROM CHICAGO (3.7) .
STUART NL	05/16/06	4.40	TO CHICAGO FROM TROY (4.4) .
STUART NL	05/23/06	7.90	TO TROY FROM CHICAGO (3.6) ; TO CHICAGO FROM TROY (4.3) .
STUART NL	05/29/06	4.40	TO NEW YORK FROM CHICAGO (4.4) .

20.40

VANLONKHUYZEN CE	05/15/06	3.90	TO TROY FROM CHICAGO (3.9) .
VANLONKHUYZEN CE	05/16/06	3.70	TO CHICAGO FROM TROY (3.7) .

7.60

WHARTON JN	05/03/06	7.20	TO TROY FROM CHICAGO (3.5) AND TO CHICAGO FROM TROY (3.7) .
WHARTON JN	05/10/06	5.10	TO TROY FROM CHICAGO (2.3) ; TO CHICAGO FROM TROY (2.8) .
WHARTON JN	05/17/06	8.40	TO TROY FROM CHICAGO (3.5) ; TO CHICAGO FROM TROY (4.9) .
WHARTON JN	05/30/06	5.20	TO TROY FROM CHICAGO (5.2) .
WHARTON JN	05/31/06	4.90	TO TROY FROM CHICAGO (4.9) .

30.80

Total Associate		245.10	
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/02/06	5.50	TO NEW YORK FROM CHICAGO (5.5) .
ROSEN R	05/05/06	5.60	TO CHICAGO FROM NEW YORK (5.6) .
ROSEN R	05/28/06	4.90	TO NEW YORK FROM CHICAGO (4.9) .
ROSEN R	05/31/06	5.30	TO CHICAGO FROM NEW YORK (5.3) .
		21.30	
Total Legal Assistant		21.30	
TOTAL TIME		<u>429.90</u>	

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-8
ASSET DISPOSITIONS (GENERAL)
701.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	02/08/06	1.10	DISCUSSED STRATEGIES RE: NEW BRUNSWICK PUT AND TIMELINE (1.1).
		1.10	
WEXLER MP	02/01/06	0.70	CONSIDER ISSUES IN CONNECTION WITH EXERCISE OF PUT ON NEW BRUNSWICK PLANS (0.7).
WEXLER MP	02/07/06	0.60	REVIEW ISSUES TO BE CONSIDERED IN CONNECTION WITH EXERCISE OF PUT FOR NEW BRUNSWICK, NEW JERSEY PLANT (0.6).
		1.30	
Total Partner		2.40	
KAHN MT	02/13/06	0.40	ANALYZE CONTRACTS AND DRAFT SALE MOTION RE: NEW BRUNSWICK FACILITY (0.4).
KAHN MT	02/14/06	5.70	ANALYZE CONTRACTS AND DRAFT SALE MOTION RE: NEW BRUNSWICK FACILITY (5.7).
KAHN MT	02/15/06	0.40	REVISE DRAFT OF SALE MOTION RE: NEW BRUNSWICK FACILITY (0.4).
		6.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/01/06	0.20	CONFERENCE WITH M. DENSMORE RE: SETOFF IN CONNECTION WITH SALE OF AMBRAKE (0.1); DRAFTED TO NOTES TO FILE RE: SAME (0.1).
MEISLER RE	02/07/06	2.20	PREPARED FOR CALL RE: PUT TRANSACTION (0.9); TELECONFERENCE WITH COMPANY RE: SAME (1.3).
MEISLER RE	02/09/06	1.00	CONTINUED ANALYSIS OF PUT TRANSACTION (0.2); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.1); CONTINUED ANALYSIS OF PROJECT DISH (0.7).
MEISLER RE	02/10/06	0.50	CONTINUED ANALYSIS OF PUT TRANSACTION (0.5).
MEISLER RE	02/14/06	0.20	TELECONFERENCE WITH A. VANDENBERG RE: ASSET SALES (0.2).
MEISLER RE	02/16/06	0.60	REVIEW PROJECT DISH MOTION (0.3); CONFERENCE WITH S. CORCORAN RE: SAME (0.3).
MEISLER RE	02/17/06	0.90	REVIEWED AND COMMENTED ON PROJECT DISH MOTION (0.6); RESPONDED TO INQUIRIES RE: SAME (0.3).
MEISLER RE	02/25/06	0.30	REVIEW CORRESPONDENCE RE: PROJECT DISH (0.3).
		5.90	
Total Associate		12.40	
TOTAL TIME		<u>14.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	02/02/06	Stuart NL	112.73
Westlaw	02/02/06	Stuart NL	4.27
		TOTAL WESTLAW	\$117.00
		TOTAL MATTER	\$117.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Asset Dispositions (General)**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	03/01/06	4.00	REVIEW OF PEGASUS ISSUES, MARK-UP AND TERM SHEET SUMMARY AND PREPARED NOTES RE: THE SAME (4.0).
LYONS JK	03/02/06	2.50	REVIEW MATERIALS AND TELECONFERENCE WITH M. FUKUDA RE: NEW BRUNSWICK PUT AND STRATEGIES RE: THE SAME (2.5).
LYONS JK	03/03/06	1.50	REVIEW OF NEW BRUNSWICK PUT MATERIALS (1.5).
LYONS JK	03/06/06	3.70	REVIEW OF NEW BRUNSWICK PUT MATERIALS AND CONFERENCE RE: THE SAME (3.7).
LYONS JK	03/07/06	2.00	REVIEW OF NEW BRUNSWICK PUT ISSUES AND DOCUMENTS AND STRATEGIES RE: THE SAME (2.0).
LYONS JK	03/08/06	2.70	REVIEW OF PEGASUS DOCUMENTS AND CONFERENCE WITH CLIENT RE: STRATEGIES (2.7).
LYONS JK	03/14/06	1.10	REVIEW OF PRESENTATION OF 363 PRESENTATION TO COMMUNICATIONS GROUP AND PREPARATION RE: THE SAME (1.1).
LYONS JK	03/16/06	2.40	PREPARATION FOR AND CONFERENCE WITH COMMUNICATIONS GROUP RE: 363 AND FOLLOW UP (2.4).
LYONS JK	03/20/06	2.70	REVIEW OF MOBILEARIA DISPOSITION ISSUES AND OTHER DIVESTITURE ISSUES (2.7).
LYONS JK	03/22/06	2.70	DISCUSSIONS RE: MOBILEARIA AND DISPOSITION ISSUES AND DEVELOPED STRATEGIES RE: THE SAME (2.7).
LYONS JK	03/24/06	3.70	CONFERENCE WITH MOBILEARIA DIRECTORS AND COUNSEL RE: DISPOSITION AND HUMAN CAPITAL ISSUES AND REVIEW OF DOCUMENTS RE: THE SAME (3.7).
		29.00	
Total Partner		29.00	
MATZ TJ	03/15/06	0.40	TELECONFERENCE WITH CHAMBERS RE: AGREEMENT MARCH 9 ORDER (0.1); FOLLOW UP ON SAME AND FORM OF ASSET DISPOSITION AGREEMENT(0.3).
MATZ TJ	03/20/06	0.60	WORK ON DE MINIMIS ASSET RULES (0.4) AND FOLLOW UP RE: SAME (0.2).
		1.00	
Total Counsel		1.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/01/06	0.20	REVIEW CORRESPONDENCE RE: SALE OF FACILITY (0.2).
MEISLER RE	03/02/06	0.20	CONTINUE ATTENTION TO SALE OF FACILITY (0.2).
MEISLER RE	03/06/06	1.90	CONTINUE ANALYSIS OF SALE OF FACILITY (0.9); PARTICIPATE ON CONFERENCE CALL WITH M. FUKUDA RE: SAME (1.0).
MEISLER RE	03/09/06	0.40	ATTENTION TO INQUIRY RE: PROJECT DISH SALE ORDER (0.4).
MEISLER RE	03/20/06	0.60	ANALYSIS OF POTENTIAL SALE OF IP FROM DTI TO THIRD PARTY (0.4); TELECONFERENCE WITH M. FUKUDA RE: SALE OF FACILITY (0.1); REVIEW CORRESPONDENCE RE: SAME (0.1).
MEISLER RE	03/29/06	0.40	TELECONFERENCE WITH M. FUKUDA RE: PROJECT PEGASUS (0.2); ATTENTION TO POTENTIAL SALE OF IP TO A THIRD PARTY (0.2).
		3.70	
STUART NL	03/03/06	3.40	REVIEW AGREEMENTS RE: JCI AND DELPHI PUT/CALL (2.3); RESEARCH RE: SAME (1.1).
STUART NL	03/05/06	2.10	RESEARCH AND REVIEW SALE MOTIONS FOR JCI PUT/CALL AGREEMENT (2.1).
STUART NL	03/06/06	5.70	TELECONFERENCE WITH CLIENT RE: DISPOSITION OF NEW BRUNSWICK FACILITY (1.4); REVIEW OF JCI/NEW BRUNSWICK AGREEMENTS (3.2); BEGIN DRAFTING MOTION RE: SAME (1.1).
STUART NL	03/16/06	0.40	REVIEW POTENTIAL DIVESTITURE OF JOINT VENTURE (0.4).
STUART NL	03/20/06	2.40	TELECONFERENCE WITH M. FUKUDA RE: NEW BRUNSWICK PUT (0.4); REVIEW JCI/NEW BRUNSWICK PUT LETTER (0.3); DRAFT SLIDES FOR DTM PRESENTATION ON NEW BRUNSWICK PUT (1.7).
STUART NL	03/21/06	0.40	REVISE PRESENTATION FOR NEW BRUNSWICK PUT (0.4).
STUART NL	03/23/06	3.90	REVISE PRESENTATION FOR NEW BRUNSWICK PUT (2.3); REVIEW MOBLIEARIA ISSUES (1.6).
STUART NL	03/27/06	0.40	DISCUSSION ON MOBILEARIA DISPOSITION ISSUES (0.4).
		18.70	
TOUSSI S	03/14/06	1.20	EDIT AND REVISE 363 ASSET SALE PRESENTATION (0.9); FOLLOWUP RE: SAME (0.3).
		1.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	03/21/06	5.10	ANALYZE AND REVIEW DOCUMENTS RE: BERLIN DIVESTITURE TRANSACTION (2.3); DRAFT NOTICE OF SALE OF DI MINIMIS ASSETS (2.8).
		5.10	
Total Associate		28.70	
TOTAL TIME		<u>58.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/24/06	Copy Center, D	80.00
		TOTAL IN-HOUSE REPRODUCTION	\$80.00
Telephone Expense	03/31/06	Telecommunications, D	1.43
Telephone Expense	03/31/06	Telecommunications, D	1.55
Telephone Expense	03/31/06	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$3.00
		TOTAL MATTER	\$83.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Asset Dispositions (General)**

**Bill Date: 05/31/06
Bill Number: 1108515**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/11/06	0.40	REVIEW AND EVALUATE CATALYST DISPOSITION MATERIALS (0.4).
BUTLER, JR. J	04/27/06	0.70	FOLLOW-UP ON SAGANIW DESPOSITION MATTERS AND NEXT STEPS (0.3); REVIEW BRAKE HOSE DEPOSITION MATERIALS (0.4).
		1.10	
COCHRAN EL	04/27/06	1.40	TELECONFERENCE ON BRAKE HOSE DEAL WITH J. LYONS (0.6); TELECONFERENCE WITH S. CORCORAN RE: DIVESTITURE CHART (0.8).
		1.40	
LYONS JK	04/04/06	4.50	WORK ON PEGASUS TRANSACTION ISSUES, MARK UP RE: THE SAME AND CONFERENCES WITH CLIENT (4.5).
LYONS JK	04/07/06	1.20	ANALYSIS AND CALL WITH CLIENT RE: PEGASUS ISSUES (1.2).
LYONS JK	04/10/06	3.20	WORK ON NEW BRUNSWICK PUT MATTERS AND PEGASUS ISSUES AND CONFERENCE WITH CLIENT RE: THE SAME (3.2).
LYONS JK	04/11/06	3.20	ADDITIONAL ANALYSIS RE: NEW BRUNSWICK PUT, CALL WITH CLIENT AND DEVELOPED STRATEGIES (2.1) AND STRATEGIES RE: PEGASUS (1.1).
LYONS JK	04/12/06	2.20	NEW BRUNSWICK PUT ISSUES AND CALL WITH CLIENT AND JCI (2.2).
LYONS JK	04/13/06	3.20	REVIEW OF BRAKE HOSE TERMS SHEETS, COMMENTS THERETO, AND CONFERENCE WITH CLIENT (3.2).
LYONS JK	04/14/06	6.60	CONFERENCE WITH S. DANIELS RE: BRAKE HOSE CONTRACTS AND COMMENTS RE: THE SAME (2.3); REVIEW OF NEW BRUNSWICK PUT DOCUMENTS, PEGASUS TIMELINE ISSUES AND OTHER DISPOSITION MATTERS (4.3).
LYONS JK	04/15/06	1.00	REVIEW OF BRAKE HOSE POS (1.0).
LYONS JK	04/18/06	3.30	REVIEW OF GM BRAKE HOSE CONTRACTS RE: POSTPETITION STATUS AND REVISIONS TO AGREEMENTS (3.3).
LYONS JK	04/19/06	3.50	EXTENSIVE MEETINGS ON NEW BRUNSWICK TRANSACTION AND ANALYSIS OF THE SAME (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	04/20/06	2.90	REVIEW OF VARIOUS PEGASUS ISSUES INCLUDING ADMINISTRATIVE PRIORITY TREATMENT OF CLAIMS (1.2) AND VARIOUS NEW BRUNSWICK ISSUES (1.7).
LYONS JK	04/21/06	2.50	NEGOTIATIONS RE: BRAKE HOSE CONTRACTS WITH GM AND PREPARATION FOR THE SAME (2.5).
LYONS JK	04/22/06	1.10	ADDITIONAL WORK ON BRAKE HOSE MATTERS AND GM (1.1).
LYONS JK	04/25/06	3.20	REVIEW OF VARIOUS PEGASUS ISSUES AND WORKED ON THE AME (1.1) AND ANALYSIS OF NEW BRUNSWICK ISSUES AND REVIEW OF MEMORANDUM AND DEVELOPED STRATEGIES RE: THE SAME (2.1).
LYONS JK	04/26/06	2.30	NEGOTIATIONS WITH GM RE: BRAKE HOSE CONTRACTS AND DISCUSSED NEXT STEPS (2.3).
LYONS JK	04/27/06	6.20	DISCUSSIONS WITH CLIENT RE: BRAKE HOSE CONTRACTS AND GM AGREEMENTS AND DRAFT ANALYSIS RE: NEXT STEPS (4.7); CONFERENCE RE: PEGASUS AND INTELLECTUAL PROPERTY ISSUES AND OTHER DEAL MATTERS (1.5).
LYONS JK	04/28/06	3.50	CONFERENCES RE: BRAKE HOSE CONTRACTS, REVISIONS TO TERM SHEET AND CONFERENCE CALL WITH G. KAMINSKI (3.5).
		53.60	
MARAFIOTI KA	04/13/06	0.10	ANALYZE ISSUES RE: EQUIPMENT SALE IN CALIFORNIA PREMISES (0.1).
MARAFIOTI KA	04/14/06	0.30	CORRESPONDENCE RE: FLEXTRONICS, ELECTRICAL CARBON, AND XM SETTLEMENTS (0.3).
MARAFIOTI KA	04/18/06	0.20	REVIEW JCI PUT AND CALL AGREEMENT (0.2).
MARAFIOTI KA	04/20/06	2.70	WORK ON XM SETTLEMENT MOTION AND ORDER (0.7); WORK ON FLEXTRONICS SETTLEMENT MOTION (0.6); WORK ON ELECTRICAL CARBON SETTLEMENT MOTION AND ORDER (1.4).
MARAFIOTI KA	04/28/06	0.40	REVIEW NOTICE OF IRVINE EQUIPMENT SALE AND SUPPORTING DECLARATION OF CASTELLI (0.4).
		3.70	
Total Partner		59.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/13/06	1.20	REVIEW ASSET DISPOSITION BREAK-UP FEES MATTERS (0.5); REVIEW PRESENTATION MATERIALS RE: SAME (0.2); REVIEW AND COMMENT ON DOVEBID'S PROPOSED SALE OF IRVINE, CALIFORNIA ASSETS, MINIMUM BID, ETC. (0.5).
MATZ TJ	04/17/06	0.30	ANALYZING RE: DOVEBID'S PROPOSED SALE OF CALIFORNIA ASSETS (0.3).
MATZ TJ	04/18/06	0.80	INTERNAL CONFERENCE RE: DIVESTITURE SALE REQUIREMENTS (0.3); ANALYZING OF DIVESTITURE SALE REQUIREMENTS (0.5).
MATZ TJ	04/19/06	0.60	REVIEW POTENTIAL MECEL DIVESTITURE (0.6).
MATZ TJ	04/27/06	0.40	REVIEW AND COMMENT ON DOVEBID DE MINIMS ASSET SALE PLEADINGS (0.4).
MATZ TJ	04/28/06	0.30	CONTINUE REVIEW OF DOVEBID AUCTION PROCESS, DE MINIMIS SALE NOTICE (0.3).
		3.60	
Total Counsel		3.60	
DIAZ LB	04/19/06	2.10	REVIEW AND ANALYZE MATERIALS RELATED TO JCI PUT AGREEMENT (2.1).
		2.10	
MEISLER RE	04/04/06	0.20	ATTENTION TO ESCROW AGREEMENT RE: PROJECT PEGASUS (0.2).
MEISLER RE	04/11/06	1.90	ATTENTION TO DTI SALE OF CERTAIN PATENTS ASSETS (0.3); CONFERENCE WITH V. ZIEGLER AND D. DE ELIZALDE RE: SALE OF DE MINIMIS ASSETS (0.6); DRAFT MEMO FOR M. FUKUDA RE: BANKRUPTCY LANGUAGE IN AN APA TO INCORPORATE DE MINIMIS ASSET SALE ORDER (1.0).
MEISLER RE	04/12/06	2.40	REVIEW AND COMMENT ON MOTION TO APPROVE WIND DOWN OF POST CLOSING JCI TRANSACTION RE: BATTERY BUSINESS (2.4).
MEISLER RE	04/17/06	3.90	ANALYSIS OF WIND DOWN OF POST CLOSING JCI TRANSACTION RE: BATTERY BUSINESS (3.9).
MEISLER RE	04/18/06	5.90	CONTINUE ANALYSIS OF WIND DOWN OF POST CLOSING JCI TRANSACTION RE: BATTERY BUSINESS (5.2); CONFERENCE WITH K. STIPP RE: SAME (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/19/06	3.30	CONTINUE ANALYSIS OF WIND DOWN OF POST CLOSING JCI TRANSACTION RE: BATTERY BUSINESS (1.3); TELECONFERENCE WITH JCI AND M. FUKUDA RE: SAME (0.5); CONFERENCE WITH M. FUKUDA RE: SAME (1.5).
MEISLER RE	04/20/06	6.40	CONTINUE ANALYSIS OF WIND DOWN OF POST CLOSING JCI TRANSACTION RE: BATTERY BUSINESS AND REVIEW OF RELATED DOCUMENTS (3.6); TELECONFERENCE WITH K. STIP, M. FUKUDA, AND A. VANDENBERG RE: SAME (1.4); FOLLOW UP WITH M. FUKUDA (0.2); CONTINUE REVIEW OF TRANSACTION (0.9); UPDATE S. CORCORAN RE: SAME (0.3).
MEISLER RE	04/21/06	3.80	CONTINUE ANALYSIS OF NEW BRUNSWICK TRANSACTION (2.6); TELECONFERENCES WITH M. FUKUDA RE: SAME (0.4) AND DOCUMENT PRODUCTION TO COMMITTEE RE: SAME (0.1); TELECONFERENCE WITH A. VANDENBERGH RE: ANALYSIS OF SCENERAIOS RE: SAME (0.7).
MEISLER RE	04/22/06	1.70	REVIEW FACILITATION AGREEMENT (0.8); TELECONFERENCE WITH A. VANDENBERGH RE: ANALYSIS OF SCENARIOS (0.5); CONTINUE REVIEW OF PUT AGREEMENT (0.3); TELECONFERENCE WITH B. SAX RE: DE MINIMIS ASSET SALE ORDER (0.1).
MEISLER RE	04/23/06	2.00	REVIEW AND REVISE MEMO TO FILE RE: NEW BRUNSWICK TRANSACTION (1.7); DRAFT INTERNAL EMAIL RE: SAME (0.3).
MEISLER RE	04/24/06	2.10	FOLLOW UP QUESTIONS RE: NEW BRUNSWICK TRANSACTION (0.3); TELECONFERENCES WITH M. FUKUDA RE: SAME (0.2, 0.2); CONFERENCE WITH J. LYONS RE: SAME (0.5); WORK ON UCC DOCUMENT REQUEST RE: SAME (0.5); CONTINUE ANALYSIS OF NEW BRUNSWICK TRANSACTION (0.4).
MEISLER RE	04/25/06	3.70	CONTINUE WORKING ON NEW BRUNSWICK TRANSACTION (2.2); DRAFT CORRESPONDENCE TO M. KESSLER RE: SAME (0.1); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.2); REVIEW AND REVISE SLIDES RE: NEW BRUNSWICK TRANSACTION (1.2).
MEISLER RE	04/26/06	1.80	TELECONFERENCE WITH M. KESSLER RE: NEW BRUNSWICK TRANSACTION AND REQUEST FOR CONSENT RE: PRODUCTION OF DOCUMENTS (0.1); FOLLOW UP RE: SAME (0.1); REVIEW AND REVISE PRESENTATION TO BOARD OF DIRECTORS RE: NEW BRUNSWICK TRANSACTION (1.0); CONTINUE WORKING ON NEW BRUNSWICK TRANSACTION (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/27/06	0.50	TELECONFERENCE WITH M. BROUDE RE: GM'S POSITION RE: THE PRODUCTION OF FACILITATION AGREEMENT AND RELATED DOCUMENTS TO COMMITTEE RE: NEW BRUNSWICK (0.2); TELECONFERENCE WITH B. SHAW RE: TRANSACTIONAL INQUIRY (0.3).
MEISLER RE	04/28/06	0.50	CONTINUE TO WORK ON JCI TRANSACTION (0.5).
MEISLER RE	04/30/06	0.20	TELECONFERENCE WITH B. SHAW RE: ASSET SALES (0.1); REVIEW SAME (0.1).
		40.30	
STUART NL	04/05/06	0.90	DISCUSSION WITH CLIENT RE: BRAKE HOSE DISPOSITION (0.3); REVIEW DOCUMENTS RE: SAME (0.6).
STUART NL	04/07/06	3.00	BEGIN DRAFTING JCI/NEW BRUNSWICK PUT MOTION (1.1); REVIEW AND REVISE BRAKE HOSE AGREEMENT (1.2); CONFERENCE CALL WITH CLIENT RE: SAME (0.7).
STUART NL	04/10/06	4.10	REVIEW JCI AGREEMENTS AND CONTINUE TO REVISE MOTION (1.9); REVIEW AND REVISE BRAKE HOSE AGREEMENT (2.2).
STUART NL	04/11/06	4.60	REVISE JCI MOTION (4.6).
STUART NL	04/12/06	1.20	REVISE JCI MOTION (1.2).
STUART NL	04/13/06	3.60	REVISE NEW BRUNSWICK PUT MOTION (3.6).
STUART NL	04/18/06	0.30	REVIEW JCI AND NEW BRUNSWICK TRANSACTION (0.3).
		17.70	
TOUSSI S	04/10/06	0.70	ADDRESS ASSET DIVESTURE ISSUES WITH SWEDISH SUBSIDIARY (0.7).
TOUSSI S	04/13/06	1.30	RESEARCH ISSUES RELATED TO BREAKUP FEES IN SDNY (0.8); REVIEW MATERIALS RE: SAME (0.5).
		2.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/10/06	0.30	FORMULATE STRATEGY RE: MOTION TO APPROVE PUT AGREEMENT WITH JCI RE: NEW BRUNSWICK NJ FACILITY (0.3).
WHARTON JN	04/11/06	1.40	REVIEW DRAFT MOTION TO APPROVE PUT AGREEMENT WITH JCI RE: NEW BRUNSWICK NJ FACILITY (1.4).
WHARTON JN	04/17/06	0.70	REVISE MOTION TO APPROVE PUT AGREEMENT WITH JCI RE: NEW BRUNSWICK NJ FACILITY (0.7).
WHARTON JN	04/18/06	8.60	REVIEW AND ANALYZE PUT AND CALL AGREEMENT RE: TRANSFER OF EMPLOYEE OBLIGATIONS (1.6); REVISE MOTION FOR AUTHORITY TO EXERCISE PUT OPTION AND TRANSFER NEW BRUNSWICK FACILITY TO JCI AND ENTER INTO SETTLEMENT WITH N.J. DEPT. OF ENVIRONMENTAL PROTECTION (4.4); REVIEW AND ANALYZE CLOSING DOCUMENTS FROM 2005 SALE OF BATTERY BUSINESS TO JCI (1.8); FORMULATE STRATEGY RE: JCI MOTION AND ACTIONS TO BE TAKEN (0.8).
WHARTON JN	04/19/06	4.40	CONTINUE TO REVISE MOTION TO DISPOSE OF NEW BRUNSWICK FACILITY AND RELATED ASSETS AS PART OF SALE OF BATTERY BUSINESS TO JCI (3.3); CONTINUE TO REVIEW AND ANALYZE MASTER SALE AGREEMENT AND ANCILLARY AGREEMENTS RE: SALE OF BATTERY BUSINESS TO JCI (1.1).
WHARTON JN	04/20/06	8.80	CONTINUE TO REVIEW AND ANALYZE DOCUMENTS FROM SALE OF BATTERY BUSINESS TO JCI, INCLUDING MASTER SALE AGREEMENT, COMPONENT SUPPLY AGREEMENT, PUT AND CALL AGREEMENT, AND ENVIRONMENTAL MATTERS AGREEMENT, TO FORMULATE STRATEGY RE: NEGOTIATIONS WITH JCI OVER PUT AND CALL AGREEMENT AND COMPONENT SUPPLY AGREEMENT (4.4); DRAFT MEMO RE: STRATEGY RE: NEGOTIATIONS WITH JCI (2.5); FORMULATE STRATEGY RE: LABOR ISSUES ARISING OUT OF NEW BRUNSWICK N.J. FACILITY AT ISSUE IN NEGOTIATIONS WITH JCI (0.4); TELECONFERENCES WITH M. FUKUDA OF DELPHI (0.2) AND M. FUKUDA, K. STIPP AND A. VANDENBURGHE OF DELPHI RE: FORMULATING STRATEGY RE: NEGOTIATIONS WITH JCI (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/21/06	8.40	TELECONFERENCE WITH M. FUKUDA RE: ANALYSIS OF LEGAL ISSUES RELATING TO JCI PUT TRANSACTION (0.6); CONTINUE REVIEW AND ANALYSIS OF JCI PUT TRANSACTION (3.4); CONDUCT LEGAL RESEARCH RE: ASSUMPTION OR REJECTION OF AGREEMENTS WITH JCI (2.3); TELECONFERENCE WITH A. VANDENBERGH OF DELPHI RE: ANALYSIS OF SCENARIOS IN CONNECTION WITH JCI TRANSACTION (0.8); TELECONFERENCES WITH M. FUKUDA (0.3) AND B. FRANTANGELO (0.3) OF DELPHI RE: PRODUCTION TO CREDITORS COMMITTEE OF DOCUMENTS RE: JCI PUT TRANSACTION; REVIEW JCI TRANSACTION DOCUMENTS TO BE PRODUCED TO CREDITORS COMMITTEE (0.7).
WHARTON JN	04/22/06	0.70	REVIEW AND ANALYZE DELPHI'S OPTIONS WITH RESPECT TO JCI PUT TRANSACTION AND COMPONENT SUPPLY AGREEMENT WITH JCI (0.7).
WHARTON JN	04/23/06	3.80	CONTINUE TO REVIEW AND ANALYZE JCI PUT TRANSACTION AND DRAFT MEMO SUMMARIZING STATUS OF TRANSACTION (3.8).
WHARTON JN	04/24/06	6.40	CONTINUE TO ANALYZE ASSUMPTION OF CSA AND OTHER ANCILLARY AGREEMENTS (1.4); TELECONFERENCE WITH M. FUKUDA RE: PRODUCTION TO CREDITORS COMMITTEE OF DOCUMENTS RELATING TO JCI TRANSACTION (0.1) AND ANALYSIS OF DOCUMENT PRODUCTION ISSUE (0.2); CONTINUE TO ANALYZE JCI PUT TRANSACTION AND FORMULATE STRATEGY RE: SAME (1.8); CONTINUE TO REVISE MOTION TO APPROVE ACTIONS IN CONNECTION WITH JCI PUT TRANSACTION (1.6); DRAFT SUMMARY OF JCI PUT TRANSACTION (0.4); CONTINUE TO REVISE MEMO SUMMARIZING JCI PUT TRANSACTION (0.9).
WHARTON JN	04/25/06	5.20	CONTINUE TO REVIEW AND ANALYZE PUT AND CALL AGREEMENT, COMPONENT SUPPLY AGREEMENT, AND MASTER SALE AGREEMENT WITH JCI (1.0); CONTINUE TO REVISE MEMO ANALYZING JCI PUT TRANSACTION (1.3); CONTINUE TO REVISE MOTION TO APPROVE JCI PUT TRANSACTION (1.2); RESEARCH LEGAL ISSUES RELATING TO JCI PUT TRANSACTION AND ASSUMPTION/REJECTION OF CONTRACTS RELATING TO JCI TRANSACTION (1.2); REVIEW DILIGENCE QUESTIONNAIRE FROM JEFFERIES RE: JCI PUT TRANSACTION (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/26/06	6.20	CONTINUE TO REVISE PRESENTATION RE: JCI PUT TRANSACTION (0.5); CONTINUE LEGAL RESEARCH RE: JCI PUT TRANSACTION (1.8); CONTINUE TO REVISE MEMO (0.9) AND MOTION (1.6) RE: JCI PUT TRANSACTION; CONTINUE ANALYSIS RE: NEW BRUNSWICK LABOR ISSUES (0.6), NEW BRUNSWICK ENVIRONMENTAL ISSUES (0.5), AND NEW BRUNSWICK SUPPLIER CONTRACTS (0.3).
WHARTON JN	04/27/06	3.10	CONTINUE TO REVISE MOTION FOR APPROVAL OF JCI TRANSACTION (2.4); ANALYZE LABOR ISSUES (0.4) AND ENVIRONMENTAL ISSUES RELATING TO JCI TRANSACTION (0.3).
WHARTON JN	04/28/06	3.20	REVIEW AND ANALYZE DRAFT MEMORANDUM OF UNDERSTANDING BETWEEN IUE AND DELPHI RE: NEW BRUNSWICK (0.6); REVISE PRESENTATION RE: JCI/NEW BRUNSWICK PUT TRANSACTION (0.7), TELECONFERENCE WITH A. VANDENBERGH OF DELPHI RE: STATUS OF JCI PUT TRANSACTION (0.5); REVIEW AND ANALYZE DRAFT ENVIRONMENTAL PARTICIPATION AGREEMENT (0.4); REVISE MEMORANDUM SUMMARIZING LEGAL ISSUES RELATING TO JCI PUT TRANSACTION (1.0).
WHARTON JN	04/29/06	1.20	CONTINUE TO REVIEW AND ANALYZE DOCUMENTS RELATING TO JCI PUT TRANSACTION (0.5) AND REVISE MOTION TO APPROVE TRANSACTION (0.7).
		62.40	
ZALTZMAN H	04/25/06	2.10	REVIEW DELPHI IRVINE DE MINIMIS ASSETS SALE MATERIALS (0.6); DRAFT DELPHI DE MINIMIS ASSETS NOTICE RE: IRVINE (1.3); EDIT IRVINE DE MINIMIS SALE NOTICE (0.2).
ZALTZMAN H	04/26/06	3.50	RESEARCH PRECEDENT RE: BROKER'S/AUCTIONEERS 2014 AFFIDAVIT (1.2); DRAFT DOVEBID'S AFFIDAVIT RE: IRVINE DE MINIMIS ASSET SALE (2.0); EDIT DOVE BID'S AFF FOR IRVINE ASSET SALE (0.3).
		5.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	04/12/06	5.10	TELECONFERENCE WITH T. HARVEY AND M. HALL RE: PROCEDURES FOR SALE DE MINIMIS ASSETS PURSUANT TO AN AUCTION AND ANALYSIS OF TRANSACTION (0.5); LEGAL AND PRECEDENT RESEARCH RE: BIDDING PROCEDURES AND DE MINIMIS ASSET SALES (4.1); TELECONFERENCE WITH J. SKALAR FORM DOVEBID RE: AUCTION AND SALE OF ASSETS IN CALIFORNIA (0.5) .
ZIEGLER VE	04/13/06	5.50	TELECONFERENCE AND EMAIL CORRESPONDENCE WITH T. HARVEY RE: SALE OF DE MINIMIS ASSETS IN CALIFORNIA (1.2); LEGAL AND PRECEDENT RESEARCH RE: BIDDING PROCEDURES, AUCTIONS AND DE MINIMIS SALES (4.3) .
ZIEGLER VE	04/18/06	3.10	TELECONFERENCE AND EMAIL CORRESPONDENCE WITH T. HARVEY RE: SALE OF DE MINIMIS ASSETS IN CALIFORNIA (0.6); TELECONFERENCES WITH J. SKALAR RE: PAST PRACTICES, DESCRIPTION OF ASSETS AND BIDDING PROCEDURE (1.3); WORK ON NOTICE RE: SAME (1.2) .
ZIEGLER VE	04/19/06	5.50	TELECONFERENCE AND EMAIL CORRESPONDENCE WITH T. HARVEY RE: SALE OF DE MINIMIS ASSETS IN CALIFORNIA (1.2); LEGAL AND PRECEDENT RESEARCH RE: BIDDING PROCEDURES, AUCTIONS AND DE MINIMIS SALES (4.3) .
ZIEGLER VE	04/20/06	6.90	LEGAL RESEARCH RE: DEBTOR'S ABILITY TO PROHIBIT THE DISSEMINATION OF INFORMATION GIVEN DURING DISPOSITIONS (4.5); DRAFT EMAIL ANALYSIS RE: SAME (2.4) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	04/25/06	3.20	DRAFT NOTICE AND WORK ON AFFIDAVIT RE: SALE OF CALIFORNIA ASSETS (3.2) .
ZIEGLER VE	04/26/06	2.20	EMAIL CORRESPONDENCE WITH J. MILLER RE: SALE OF DE MINIMIS ASSETS (0.4) ; TELECONFERENCE WITH J. SKLAR RE: SAME AND PROCEDURES FOR CONDUCTING AUCTION (0.6) ; REVISE AFFIDAVIT RE: PRICE OF THE DE MINIMIS ASSETS (1.2) .
ZIEGLER VE	04/27/06	2.20	CONTINUE PREPARING NOTICE OF SALE OF DE MINIMIS ASSETS AD AFFIDAVIT (1.1) ; EMAIL CORRESPONDENCE WITH J. SKLAR AND J. MILLER RE: AUCTION PROCEDURES, DESCRIPTION OF ASSETS AND TIMING (1.1) .
ZIEGLER VE	04/28/06	1.20	EMAIL CORRESPONDENCE WITH J. SKLAR AND J. MILLER RE: AUCTION PROCEDURES, DESCRIPTION OF ASSETS AND TIMING (1.2) .

34.90

Total Associate

165.00

ZSOLDOS AF	04/12/06	0.40	DOCKET RESEARCH FOR DE MINIMIS PRECEDENTS (0.4) .
ZSOLDOS AF	04/13/06	2.20	DE MINIMIS ASSET RESEARCH ON DOCKET (1.3) ; BREAK UP FEES RESEARCH RE: ASSETS (0.9) .
ZSOLDOS AF	04/27/06	0.80	RESEARCH CASE NUMBERS FOR DOVEBID AFFIDAVIT (0.8) .
		3.40	
Total Legal Assistant		3.40	

TOTAL TIME

231.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/18/06	Copy Center, D	1.93
In-house Reproduction	04/21/06	Copy Center, D	1.07
TOTAL IN-HOUSE REPRODUCTION			\$3.00
Telephone Expense	04/28/06	Telecommunications, D	3.40
Telephone Expense	04/28/06	Telecommunications, D	4.51
Telephone Expense	04/28/06	Telecommunications, D	0.09
TOTAL TELEPHONE EXPENSE			\$8.00
Westlaw	04/20/06	Wharton JN	14.02
Westlaw	04/25/06	Wharton JN	37.47
Westlaw	04/26/06	Wharton JN	157.07
Westlaw	04/27/06	Wharton JN	97.44
TOTAL WESTLAW			\$306.00
Out-of-Town Travel	04/11/06	Meisler RE	111.35
Out-of-Town Travel	04/19/06	Meisler RE	40.04
Out-of-Town Travel	04/19/06	Meisler RE	11.49
Out-of-Town Travel	04/19/06	Meisler RE	174.12
TOTAL OUT-OF-TOWN TRAVEL			\$337.00
Out-of-Town Meals	04/19/06	Meisler RE	3.39
Out-of-Town Meals	04/25/06	Meisler RE	2.42
Out-of-Town Meals	04/25/06	Meisler RE	4.19
TOTAL OUT-OF-TOWN MEALS			\$10.00
TOTAL MATTER			\$664.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/17/06	0.30	REVIEW STATUS OF PENDING DISPOSITION TRANSACTIONS (0.3).
BUTLER, JR. J	05/18/06	0.30	EMAILS FROM/TO ROTHSCHILD AND WORKING GROUP RE: IP/COCKPIT AND STEERING SALES PROCESS AND RELATED MATTERS (0.3).
BUTLER, JR. J	05/19/06	0.20	FOLLOW-UP ON JCI PUT TRANSACTION MATTERS (0.2).
BUTLER, JR. J	05/23/06	0.30	EMAIL FROM/TO D. RESNICK RE: SUPPLEMENTAL EMPLOYEE COMPENSATION PROGRAM IN CONNECTION WITH POTENTIAL SALE OF STEERING DIVISION (0.3).
		1.10	
LYONS JK	05/01/06	3.60	WORKED ON NEW BRUNSWICK MATTERS INCLUDING DEAL TERMS, AND OTHER MATTERS AND ADVICE RE: THE SAME (2.5); REVIEW OF BRAKE HOSE GM LETTER AND COMMENTS RE: THE SAME (1.1).
LYONS JK	05/02/06	2.80	REVIEW AND ADVICE TO CLIENT RE: NEW BRUNSWICK AND BRAKE HOSE DIVESTITURE (2.8).
LYONS JK	05/03/06	2.20	SPARK PLUG DE MINIMIS ASSET REVIEW (0.6) AND OTHER DIVESTITURE ADVICE (1.6).
LYONS JK	05/04/06	5.20	WORKED ON NEW BRUNSWICK DIVESTITURE AND CONFERENCE WITH J. ERTL, REVISIONS TO LETTER AND TIMELINE (3.5), AND OTHER DIVESTITURE MATTERS INCLUDING MOBILEARIA (1.7).
LYONS JK	05/05/06	1.30	DIVESTITURE ANALYSIS RE: NEW BRUNSWICK, MOBILEARIA AND OTHER ISSUES (1.3).
LYONS JK	05/08/06	2.30	DEVELOPED PEGASUS STRATEGIES AND CONFERENCE CALL RE: THE SAME (2.3).
LYONS JK	05/09/06	2.50	REVIEW OF PROJECT RHODES CUSTOMER SCRIPT AND COMMENTS RE: THE SAME AND DEVELOPMENT OF STRATEGY RE: OTHER DIVESTITURE MATTERS (2.5).
LYONS JK	05/10/06	4.20	REVIEW OF PEGASUS ISSUES AND CONFERENCE RE: THE SAME (3.1) AND OTHER DIVESTITURE ISSUES INCLUDING NEW BRUNSWICK (1.1).
LYONS JK	05/11/06	2.50	REVIEW OF NEW BRUNSWICK ISSUES AND CONFERENCE RE: THE SAME (1.4) AND ADVICE RE: PROJECT RHODES (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	05/12/06	2.20	REVIEW OF VARIOUS NEW BRUNSWICK ISSUES AND OTHER DIVESTITURE ISSUES (2.2).
LYONS JK	05/15/06	2.10	WORKED ON NEW BRUNSWICK TRANSACTION AND ADVICE TO CLIENT (2.1).
LYONS JK	05/16/06	4.30	BEGAN REVIEW OF NEW BRUNSWICK PLEADINGS (1.9); REVIEW OF OTHER DEALS RE: SUCCESSOR LIABILITY AND COMMENTS TO THE SAME (2.1); OTHER CONFERENCES RE: TRANSACTION (0.3).
LYONS JK	05/18/06	7.90	WORKED ON AND MEETINGS WITH CLIENT RE: NEW BRUNSWICK TRANSACTION, AND REVIEW AND REVISIONS TO SALE ORDER (5.3); WORKED ON PEGASUS ISSUES INCLUDING NEW BID AND COMMENTS TO THE SAME (2.6).
LYONS JK	05/19/06	4.80	TELECONFERENCE AND PREPARATION FOR PEGASUS AND FOLLOW UP (2.7); ADDITIONAL ISSUES RE: NEW BRUNSWICK AND CONFERENCE WITH CLIENT (2.1).
LYONS JK	05/22/06	7.40	REVIEW AND EXTENSIVE REVISIONS TO NEW BRUNSWICK MOTION, REVIEW AND COMMENTS TO ORDER AND REVIEW OF OTHER TRANSACTION MATERIALS (5.3); REVIEW OF MOBILEARIA UPDATE AND OTHER MATERIALS RE: NEXT STEPS (2.1).
LYONS JK	05/23/06	3.20	REVIEW OF NEW BRUNSWICK PLEADINGS AND TRANSACTION DOCUMENTS AND COMMENTS RE: THE SAME AND DISCUSSION OF STRATEGIES WITH CLIENT (3.2).
LYONS JK	05/24/06	4.30	MEETINGS WITH CLIENT RE: NEW BRUNSWICK AND PREPARATION FOR REVIEW MEETING (2.8); ADDITIONAL REVISIONS TO TRANSACTION DOCUMENTS AND PLEADINGS (1.5).
LYONS JK	05/25/06	3.40	PARTICIPATION IN DELPHI APPROVAL COMMITTEE REVIEW OF NEW BRUNSWICK DEAL (1.1); ADDITIONAL REVIEW OF CHANGES, AND FINAL PLEADINGS REVIEW (2.3).
LYONS JK	05/26/06	6.60	REVIEW OF NEW BRUNSWICK PLEADINGS AND DISCUSSIONS RE: SERVICE AND RELATED DEAL ISSUES (5.1); CONFERENCE WITH M. BROUDE AND S. CORCORAN RE: MOBILEARIA AND NEW BRUNSWICK AND COMPROMISE PROCEDURES AND PREPARATION RE: THE SAME (1.5).
LYONS JK	05/30/06	4.90	REVIEW AND MARK UP OF BIDDING PROCEDURES AND DEVELOPED STRATEGIES RE: MOBILEARIA SALE (3.8); REVIEW AND ADVICE OF OTHER DIVESTITURES (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	05/31/06	5.30	REVIEW AND COMMENTS TO REVISED MOBILEARIA PURCHASE AGREEMENT (2.1); DISCUSSION OF STRATEGIES RE: THE SAME, AND BOARD AND CORPORATE GOVERNANCE ISSUES (2.2); EVALUATE BRAKE HOSE DIVESTITURE QUESTION (1.0).
		83.00	
WEXLER MP	05/09/06	0.20	TELECONFERENCE WITH ATTORNEY FOR POTENTIAL BUYER OF DELPHI REAL ESTATE AND FOLLOW UP WITH CLIENT (0.2).
WEXLER MP	05/16/06	0.60	REVIEW ISSUES IN CONNECTION WITH TRANSFER OF NEW BRUNSWICK PROPERTY TO JCI INCLUDING TRANSFER TAX ISSUES (0.6).
WEXLER MP	05/18/06	1.60	BEGIN REVIEW OF DOCUMENTS IN CONNECTION WITH TRANSFER OF NEW BRUNSWICK PLANT TO JCI (1.6).
WEXLER MP	05/22/06	1.40	COMPLETE REVIEW AND COMMENT ON DRAFTS OF TRANSFER AGREEMENT AND ORDER FOR TRANSFER OF NEW BRUNSWICK PROPERTY TO JCI (1.4).
WEXLER MP	05/24/06	1.70	REVIEW ISSUES IN CONNECTION WITH TRANSFER OF NEW BRUNSWICK FACILITY TO JCI AND DRAFT OF MOTION RE: SAME (1.7).
		5.50	
Total Partner		89.60	
MATZ TJ	05/03/06	0.20	REVIEW AND COMMENT ON DE MINIMIS ASSET SALE NOTICE RE: DOVEBID (0.2).
MATZ TJ	05/23/06	0.40	REVIEW BOOZ ALLEN ORDER AMENDMENTS (0.2); TELECONFERENCE TO U.S. TRUSTEE RE: SAME (0.2).
MATZ TJ	05/25/06	0.60	CONTINUING REVIEW AND ANALYSIS OF XM SATELLITE SETTLEMENT (0.6).
		1.20	
Total Counsel		1.20	
DIAZ LB	05/24/06	4.20	RESEARCH RE: JCI AND NON-COMPETE PROVISIONS (4.2).
DIAZ LB	05/26/06	6.40	EDITED JCI MOTION, NOTICE AND ORDER (6.4).
		10.60	

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HERRIOTT AV	05/11/06	1.00	BEGIN GATHERING PRECEDENT AND REVIEWING IN PREPARATION FOR DRAFTING ASSET SALE PLEADINGS (1.0).
HERRIOTT AV	05/12/06	0.80	CONTINUE REVIEWING ASSET SALE PRECEDENT PLEADINGS AND DISCUSSIONS RE: DRAFTING OF PLEADINGS (0.8).
HERRIOTT AV	05/14/06	0.40	REVIEW PRECEDENT RE: BIDDING PROCEDURES AND ASSET SALES (0.4).
HERRIOTT AV	05/15/06	0.50	CONTINUE REVIEWING ASSET SALE PRECEDENT IN PREPARATION FOR MOTION DRAFTING (0.5).
HERRIOTT AV	05/17/06	2.90	REVIEW MOBILEARIA ASSET PURCHASE AGREEMENT AND DISCUSS MATTERS RELATED THERETO (1.8); CASE LAW RESEARCH RE: ASSET SALES AND AUTHORITY FOR BIDDING PROCEDURES AND OTHER ASPECTS OF SALE (1.1).
HERRIOTT AV	05/18/06	1.00	CONTINUE REVIEW OF MOBILEARIA ASSET SALE DOCUMENTS (0.9); CONFERENCE WITH B. EICHENLAUB AND A. VANDENBERG RE: DE MINIMIS ASSET SALE ISSUE (0.1).
HERRIOTT AV	05/19/06	0.60	CONTINUE REVIEW OF MOBILEARIA ASSET SALE DOCUMENTS (0.4); COMPILER SLIDES RE: SAME (0.1); FOLLOW UP ON DE MINIMIS ASSET SALE ISSUE (0.1).
HERRIOTT AV	05/25/06	1.00	REVIEW MOBILEARIA PROPOSALS AND GO FORWARD PLAN (1.0).
HERRIOTT AV	05/26/06	1.60	CONTINUE WORK ON MOBILEARIA ASSET SALE (1.6).
HERRIOTT AV	05/30/06	0.20	RESPOND TO MOBILEARIA ISSUE (0.2).
HERRIOTT AV	05/31/06	0.70	REVIEW MOBILEARIA ASSET SALE MOTION (0.7).
		10.70	
JJINGO MJ*	05/16/06	1.10	REVIEW MATERIALS FOR DISPOSITION OF ASSETS CONNECTED WITH DAYTON AND TORCH SPARK PLUGS (1.1).
JJINGO MJ*	05/17/06	1.20	REVIEW CORRESPONDENCE FROM T. HARVEY AT DELPHI (0.3); REVIEW ORIGINAL AND REVISED VERSION OF BILL OF SALE IN CONNECTION WITH KETTERING, OHIO ASSETS (0.9).
JJINGO MJ*	05/18/06	0.30	REVIEW CORRESPONDENCE FROM D. BISHOP AT DELPHI RE: KETTERING, OHIO ASSETS (0.3).
JJINGO MJ*	05/24/06	1.90	CORRESPOND WITH T. HARVEY AT DELPHI RE: KETTERING SALE AND STRATEGIZE RE: THE SAME (1.9).

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JJINGO MJ*	05/25/06	0.10	CORRESPOND WITH B. ARRIGO AT DELPHI RE: NOTICE INFORMATION FOR TAX AUTHORITIES IN KETTERING, OHIO (0.1).
		4.60	
MEISLER RE	05/01/06	0.50	WORK ON TRANSFER OF NEW BRUNSWICK FACILITY TO JCI (0.5).
MEISLER RE	05/02/06	0.20	ATTENTION TO SALE OF DE MINIMIS ASSETS (0.2).
MEISLER RE	05/03/06	0.50	REVIEW AGREEMENT FOR SALE OF ASSETS RE: SALE OF SPARK PLUGS (0.5).
MEISLER RE	05/04/06	2.20	REVIEW AND COMMENT ON ASSET PURCHASE AGREEMENT RE: SPARK PLUGS TO INCORPORATE LANGUAGE RE: DE MINIMIS ASSET SALE ORDER (1.5); TELECONFERENCE WITH M. FUKUDA RE: NEW BRUNSWICK (0.2); REVIEW MEMO RE: ANALYSIS OF JCI POSITION (0.5).
MEISLER RE	05/05/06	0.90	CONTINUED TO REVIEW AND REVISE APA FOR SALE OF SPARK PLUGS (0.3); TELECONFERENCE WITH A. VANDENBERGH RE: SAME (0.2); CONFERENCE WITH K. ZAMBRANO RE: DRAFTING OF NOTICE RE: SAME (0.2); TELECONFERENCE WITH S. CORCORAN RE: POTENTIAL TRANSACTIONS (0.2).
MEISLER RE	05/08/06	0.30	CONTINUED TO WORK ON SALE OF SPARK PLUGS (0.3).
MEISLER RE	05/09/06	1.10	EVALUATE SALE OF DE MINIMIS ASSETS (0.6); REVIEW POTENTIAL TRANSACTION RELATED TO JVS (0.5).
MEISLER RE	05/10/06	1.80	CONTINUED REVIEW OF POTENTIAL TRANSACTION RELATED TO JVS (0.6); REVIEW MOBILEARIA TRANSACTION (0.5); TELECONFERENCE WITH M. DENSMORE RE: SAME (0.2); EVALUATE NEW BRUNSWICK TRANSACTION (0.5).
MEISLER RE	05/11/06	2.30	PREPARE FOR CONFERENCE CALL WITH CLIENT RE: NEW BRUNSWICK (0.5); PARTICIPATED ON SAME (1.0); PREPARE FOR MEETING WITH S. MCCULLOGH RE: PROPOSED TRANSACTION (0.4); ATTENDED MEETING WITH S. MCCULLOGH (0.4).
MEISLER RE	05/12/06	2.80	PREPARE FOR TELECONFERENCE WITH CLIENT RE: NEW BRUNSWICK (0.5); PARTICIPATE ON SAME (1.5); FOLLOW UP RE: SAME (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/15/06	3.20	REVIEW MATTERS DEALING WITH MANUFACTURING PLANT (0.4); CONTINUED WORKING ON SALE OF NEW BRUNSWICK (0.5); PREPARED FOR TELECONFERENCE WITH J. ERTL OF JCI RE: SAME (0.3); TELECONFERENCE WITH M. FUKUDA AND J. ERTL RE: SALE OF NEW BRUNSWICK (1.2); CONFERENCE WITH M. FUKUDA RE: FOLLOW-UP (0.8).
MEISLER RE	05/16/06	5.10	REVIEW AND COMMENT ON NEW BRUNSWICK TRANSFER AGREEMENT (1.9); CONTINUED ANALYSIS OF NEW BRUNSWICK TRANSACTION (1.8); REVIEW AND EDIT MOTION RE: SAME (1.4).
MEISLER RE	05/17/06	5.50	REVIEW AND ANALYSIS OF PROJECT POLO (0.3); PREPARE FOR TELECONFERENCE WITH M. DESNORE AND DLA PIPER RE: MOBILEARIA (0.2); PARTICIPATE ON TELECONFERENCE RE: SAME (0.9); REVIEW APA RE: SALE OF SPARK PLUGS (0.3); CONTINUED WORK ON SALE OF NEW BRUNSWICK (1.3); REVIEW AND REVISE SALE ORDER RE: SAME (2.5).
MEISLER RE	05/18/06	6.10	CONTINUED TO WORK ON NEW BRUNSWICK TRANSACTION (1.1); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.6); CONTINUED TO REVIEW AND EDIT SALE ORDER RE: SAME (2.5); RESPOND TO INQUIRY FROM M. FUKUDA (0.4); REVIEW AGREEMENT FOR THE SALE OF PATENTS AND LICENSE OF SAME (1.5).
MEISLER RE	05/19/06	1.90	CONTINUED REVIEW OF AGREEMENT FOR THE SALE OF PATENTS AND LICENSE OF SAME RE: BERLIN DIVESTITURE (0.9); CONTINUED ATTENTION TO SALE OF NEW BRUNSWICK (1.0).
MEISLER RE	05/21/06	0.10	REVIEW SALE OF DE MINIMIS ASSETS (0.1).
MEISLER RE	05/22/06	4.60	CONTINUED WORK ON SALE OF NEW BRUNSWICK (1.1); REVIEW AND COMMENT ON SALE MOTION RE: SAME (3.0); REVIEW M. FUKUDA COMMENTS TO SALE ORDER RE: SAME (0.5).

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MEISLER RE	05/23/06	8.30	CONTINUED ANALYSIS OF NEW BRUNSWICK TRANSACTION (0.7); CONFERENCE WITH M. FUKUDA RE: SAME (0.3); TELECONFERENCE WITH J. ERTLE AND M. FUKUDA RE: SAME (0.9); FOLLOW UP RE: SAME (1.4); REVIEW IUE-CWA MOU RE: NEW BRUNSWICK TRANSACTION (0.8); CONTINUED TO REVIEW AND EDIT SALE MOTION (1.6); REVIEW SALE OF SPARK PLUGS (0.3); REVIEW APA WITH T. DONNO RE: SAME (0.7); CONFERENCE WITH A. VANDENBERGH AND B. EICHENLAUB RE: DE MINIMIS ASSET SALE PROCEDURES (1.0); CONFERENCE WITH K. STIPP, A. VANDENBERGH AND B. EICHENLAUB RE: SAME (0.4); NOTES TO FILE RE: SAME (0.2).
MEISLER RE	05/24/06	8.40	CONFERENCE WITH J. BERTRAND, K. STIPP, A. VANDENBERGH, P. MCDONALD RE: NEW BRUNSWICK TRANSACTION (1.7); CONTINUED ANALYSIS OF TRANSACTION (1.4); CONTINUED TO REVIEW AND EDIT SALE MOTION (2.4); CONTINUED TO REVIEW AND EDIT TRANSFER AGREEMENT (0.8); CONTINUED TO REVIEW AND EDIT SALE ORDER (1.3); REVIEW MOU RE: NEW BRUNSWICK ATTRITION PLAN (0.6); ATTENTION TO SERVICE LIST RE: SAME (0.2).
MEISLER RE	05/25/06	9.10	REVIEW AND COMMENT ON NOTICE OF DE MINIMIS SALE RE: SAME (0.6); PARTICIPATE ON TELECONFERENCE WITH CLIENT RE: APPROVAL OF NEW BRUNSWICK TRANSACTION (1.2); CONTINUED TO REVIEW AND EDIT SALE ORDER (2.3); TELECONFERENCE WITH S. BOBO RE: SAME (0.1); CONTINUED TO REVIEW AND EDIT SALE MOTION (4.9).
MEISLER RE	05/26/06	12.50	PARTICIPATE ON TELECONFERENCE WITH CLIENT RE: REVIEW OF NEW BRUNSWICK MOTION AND ORDER (0.6); CONTINUED TO REVIEW AND EDIT SALE ORDER (3.1); TELECONFERENCE WITH S. BOBO RE: SAME (0.1); CONTINUED TO REVIEW, EDIT AND FINALIZE SALE MOTION (8.4); REVIEW MOBILIEARIA TRANSACTION (0.3).
MEISLER RE	05/28/06	0.40	REVIEW AND ANALYZE COMPANY COMMENTS TO BERLIN SALE NOTICE (0.1); RESPOND TO SAME (0.3).
MEISLER RE	05/30/06	0.50	ANALYSIS OF SALE TRANSACTION RE: GRANT OF LICENSE IN CONNECTION WITH BERLIN DIVESTITURE (0.3); REVIEW INDEMNIFICATIONS IN NEW BRUNSWICK TRANSACTION (0.2).

78.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	05/11/06	3.60	REVIEW DOCUMENTS RE: 363 SALES (3.6).
REESE RG	05/12/06	0.70	REVIEW BIDDING PROCEDURES (0.7).
REESE RG	05/17/06	0.90	PARTICIPATE IN CLIENT TELECONFERENCE RE: SALE OF ASSETS (0.9).
REESE RG	05/18/06	3.10	REVIEW PEGASUS SALE TRANSACTION DOCUMENT (1.6); CONTINUE DRAFTING FORM SALE DOCUMENTS (1.5).
REESE RG	05/19/06	0.80	REVIEW MATERIALS RE: ASSET SALE FROM PAGEMILL (0.8).
REESE RG	05/25/06	2.10	REVIEW BIDS FOR ASSETS OF DEBTOR ENTITY (1.1); PARTICIPATE IN TELECONFERENCE RE: SAME (1.0).
REESE RG	05/26/06	5.50	WORK ON PLEADINGS RE: SALE OF ASSETS (1.9); TELECONFERENCE WITH DEBTOR REPRESENTATIVES, OTHER PROFESSIONALS AND BIDDER RE: SAME (3.6).
REESE RG	05/29/06	5.40	CONTINUE DRAFTING PLEADINGS RE: SALE OF ASSETS (5.4).
REESE RG	05/30/06	5.80	DRAFT MEMO RE: BID SUMMARY (1.1); CONTINUE DRAFTING PLEADINGS RE: SALE OF ASSETS (4.7).
REESE RG	05/31/06	6.70	CONTINUE DRAFTING PLEADINGS RE: SALE OF ASSETS (2.9); REVIEW AND REVISE DRAFT AGREEMENT (1.8); TELECONFERENCES AND EMAILS RE: SAME (2.0).
		34.60	
TSIROS DV*	05/15/06	4.40	REVIEW DOCTRINE AND CASE LAW RE: JCI OBJECTIONS (4.4).
TSIROS DV*	05/16/06	1.30	START DRAFTING RESPONSE TO JCI ISSUE (1.3).
TSIROS DV*	05/17/06	4.20	DRAFT MEMO RE: JCI FUNDS ANALYSIS; ADD CASE LAW; COMPLETE FIRST DRAFT OF THE SAME (4.2).
TSIROS DV*	05/18/06	2.60	REVIEW MEMO ON JCI FUNDS AND INCORPORATE COMMENTS OF THE APPROPRIATE PARTIES IN THE SAME (2.6).
TSIROS DV*	05/23/06	3.30	PERFORM RESEARCH RE: PREPETITION NON-COMPETITION COVENANT (1.1); REVIEW MASTER SALE AND PURCHASE AGREEMENT, AND COMPONENT SUPPLY AGREEMENT (0.9); ANALYZE BANKRUPTCY CODE PROVISIONS AND RELEVANT CASE LAW (0.9); DRAFT SHORT MEMO IN RESPONSE (0.4).

15.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	05/01/06	2.60	CONTINUE TO REVISE MOTION TO APPROVE JCI PUT TRANSACTION (1.5); REVIEW LIST OF SUPPLIER CONTRACTS RE: NEW BRUNSWICK FACILITY AND ANALYZE ISSUES RE: ASSUMPTION AND ASSIGNMENT OF CONTRACTS (1.1).
WHARTON JN	05/02/06	6.90	CONTINUE TO REVISE MOTION TO APPROVE JCI PUT TRANSACTION (3.1) AND MEMORANDUM ANALYZING PUT TRANSACTION (2.6); ANALYZE WARN ACT AND AGE DISCRIMINATION RELEASE (OWBPA) NOTICE ISSUES RE: NEW BRUNSWICK PLANT (1.2).
WHARTON JN	05/03/06	0.40	TELECONFERENCE WITH R. FLETEMEYER OF FTI RE: STATUS OF JCI TRANSACTION (0.4).
WHARTON JN	05/10/06	2.20	REVIEW AND ANALYZE DRAFT CORRESPONDENCE RE: JCI TRANSACTION (0.5); REVISE MOTION TO APPROVE JCI TRANSACTION (0.9); CONTINUE TO REVISE MEMORANDUM SUMMARIZING LEGAL ISSUES RELATING TO JCI TRANSACTION (0.8).
WHARTON JN	05/11/06	7.50	DRAFT MEMORANDUM TO M. FUKUDA SUMMARIZING DELPHI'S OBLIGATIONS ASSUMPTION OF COMPONENT SUPPLY AGREEMENT, PUT AND CALL AGREEMENT, MASTER SALE AGREEMENT AND ENVIRONMENTAL MATTERS AGREEMENT WITH JCI (3.8); CONTINUE TO REVISE MOTION TO APPROVE JCI TRANSACTION (3.7).
WHARTON JN	05/12/06	7.70	TELECONFERENCE WITH J. BERTRAND, M. FUKUDA, R. POGUE, A. VANDENBERGH, AND P. MCDONALD RE: JCI TRANSACTION (1.5); CONTINUE TO REVISE MOTION TO APPROVE JCI TRANSACTION (5.8); RESEARCH CASE LAW RE: SUCCESSOR LIABILITY (0.4).
WHARTON JN	05/14/06	2.70	CONTINUE TO REVISE MOTION TO APPROVE JCI-NEW BRUNSWICK TRANSACTION (2.3); CONTINUE TO RESEARCH SUCCESSOR LIABILITY IN ASSET SALE (0.4).
WHARTON JN	05/15/06	10.10	CONTINUE TO REVISE MOTION TO APPROVE JCI-NEW BRUNSWICK SALE (4.3) AND SALE APPROVAL ORDER (5.1); REVIEW AND ANALYZE LATEST DRAFT OF TRANSFER AGREEMENT (0.7).
WHARTON JN	05/16/06	5.90	CONTINUE TO REVISE MOTION TO APPROVE JCI-NEW BRUNSWICK TRANSACTION (5.5) AND FORMULATE STRATEGY RE: SAME (0.4).
WHARTON JN	05/17/06	9.80	CONTINUE TO REVISE MOTION TO APPROVE JCI-NEW BRUNSWICK TRANSACTION (4.4) AND SALE APPROVAL ORDER FOR SAME (4.8); REVIEW AND ANALYZE LATEST DRAFT OF TRANSFER AGREEMENT RE: SAME (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	05/18/06	4.10	RESEARCH CASE LAW RE: ASSUMPTION AND REJECTION OF SUPPLY CONTRACTS (0.3); CONTINUE TO REVISE SALE APPROVAL ORDER FOR JCI TRANSACTION (3.8).
WHARTON JN	05/19/06	3.50	CONTINUE TO REVISE MOTION TO APPROVE JCI TRANSACTION (3.5).
WHARTON JN	05/20/06	1.80	CONTINUE TO REVISE MOTION TO APPROVE TRANSFER OF NEW BRUNSWICK FACILITY TO JCI (1.8).
WHARTON JN	05/21/06	3.60	CONTINUE TO REVISE MOTION TO APPROVE TRANSFER OF NEW BRUNSWICK FACILITY TO JCI (3.6).
WHARTON JN	05/22/06	3.70	CONTINUE TO REVISE SALE APPROVAL ORDER FOR JCI TRANSACTION (2.8); ANALYZE REAL ESTATE ISSUES RE: JCI TRANSACTION (0.2); CONTINUE TO REVISE MOTION RE: SAME (0.7).
WHARTON JN	05/23/06	12.10	CONTINUE TO REVISE MOTION (4.8) AND SALE ORDER (4.2) RE: JCI TRANSACTION; CONTINUE TO RESEARCH CASE LAW RE: SUCCESSOR LIABILITY (1.7); RESEARCH CASE LAW RE: REJECTION OF NON-COMPETE COVENANTS (1.4).
WHARTON JN	05/24/06	12.30	CONTINUE TO REVISE MOTION (5.7) AND ORDER (2.8) RE: JCI TRANSACTION; CONTINUE RESEARCH RE: SUCCESSOR LIABILITY (0.9) AND REJECTION OF NON-COMPETE PROVISIONS (0.8); PREPARE SERVICE LIST FOR JCI SALE MOTION (1.5); TELECONFERENCE WITH K. JONES AND M. HESTER OF DELPHI RE: ENVIRONMENTAL MATTERS RELATING SALE OF NEW BRUNSWICK FACILITY (0.5); TELECONFERENCE WITH M. FUKUDA OF DELPHI AND J. ERTL OF JCI RE: STATUS OF MOTION (0.1).
WHARTON JN	05/25/06	13.60	TELECONFERENCE WITH A. VANDENBERGH, K. STIPP, R. O'NEAL, M. FUKUDA, AND R. POGUE RE: STATUS OF JCI TRANSACTION (1.1); CONTINUE TO REVISE MOTION (9.2) SALE ORDER (1.1), AND SPECIAL NOTICE SERVICE LIST (1.4) RE: JCI TRANSACTION; TELECONFERENCES WITH K. JONES OF DELPHI (0.2); S. BOBO OF SACHNOFF & WEAVER, COUNSEL TO JCI (0.4), AND M. FUKUDA OF DELPHI (0.2) RE: JCI MOTION AND SALE ORDER.
WHARTON JN	05/26/06	9.70	FINISH REVISING AND FILE MOTION TO APPROVE JCI-NEW BRUNSWICK TRANSFER (9.7).
WHARTON JN	05/30/06	0.30	FORMULATE STRATEGY FOR FUTURE ASSET SALES (0.3).

120.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZAMBRANO K	05/17/06	2.20	TELECONFERENCE WITH D. BISHOP RE KETTERING, OH SALE (0.2); AND FOLLOW UP RE ISSUES RAISED BY SAME (0.3); REVIEW AND REVISE BILL OF SALE RE SAME (1.3); REVIEW AND COMMENT ON INFORMATION RECEIVED FROM CLIENT RE SALE OF TORCH SPARK PLUG COMPANY (0.4).
		2.20	
ZIEGLER VE	05/02/06	5.30	RESEARCH LEGAL ISSUES RE: SALE OF ASSETS IN CALIFORNIA (2.1); REVIEW BIDDING PROCEDURES (1.1); REVISE NOTICE OF SALE OF EQUIPMENT (2.1).
ZIEGLER VE	05/04/06	1.20	DRAFT NOTICE OF DE MINIMIS ASSET SALE IN CALIFORNIA (1.2).
ZIEGLER VE	05/05/06	6.00	WORK ON NOTICE OF SALE OF DE MINIMIS ASSETS IN CALIFORNIA (3.1); EMAIL CORRESPONDENCE WITH Y. ELISSA AND M. HALL RE: SPECIAL PARTIES (0.5); EMAIL CORRESPONDENCE WITH J. SKALAR RE: SAME (0.5); DRAFT BERLIN SALE OF ASSETS NOTICE (1.9).
ZIEGLER VE	05/19/06	2.80	DRAFT NOTICE OF DEMINIS TRANSFER OF PATENTS (2.8).
ZIEGLER VE	05/23/06	5.00	DRAFT NOTICE OF DE MINIMIS SALE OF GENERATOR CORES (1.8); FOLLOW UP ON STATUS OF AUCTION OF DE MINIMIS SALE OF ASSETS IN IRVINE, CALIFORNIA (0.3); DRAFT DE MINIMIS TRANSFER OF PATENTS NOTICE (2.9).
ZIEGLER VE	05/24/06	0.90	FOLLOW UP ON RESULTS OF SALE OF ASSETS IN CALIFORNIA (0.7); EMAIL CORRESPONDENCE WITH J. SKALAR RE: SAME (0.2).
ZIEGLER VE	05/26/06	1.30	REVISE NOTICE OF DE MINIMIS TRANSFER OF PATENTS (1.3).
ZIEGLER VE	05/30/06	0.80	REVISE NOTICE OF DE MINIMIS TRANSFER OF PATENTS (0.8).
		23.30	
Total Associate/Law Clerk		300.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	05/24/06	1.60	PREPARE CONTACT LIST FOR SERVICE OF JOHNSONCONTROL, INC TRANSFER AGREEMENT (1.6) .
DEMMA J	05/25/06	4.70	UPDATE CONTACT LIST FOR SERVICE OF JOHNSONCONTROL, INC TRANSFER AGREEMENT (4.7) .
DEMMA J	05/26/06	4.30	UPDATE CONTACT LIST FOR SERVICE OF JOHNSONCONTROL, INC TRANSFER AGREEMENT (1.1); PREPARE/FILE JOHNSONCONTROL, INC. TRANSFER AGREEMENT MOTION (2.8); PREPARE NOTICE OF MOTION RE: JOHNSONCONTROL, INC (0.4) .

10.60

ROSEN R	05/11/06	1.40	INVESTIGATION, RESEARCH, COMPILE AND FORWARD ENRON CASE ASSET SALE AND BIDDING PROCEDURES MOTIONS, ORDERS (1.4) .
ROSEN R	05/26/06	2.60	ASSIST WITH PREPARING, FILING MOTION TO AUTHORIZE TRANSFER AGREEMENT WITH JCI (2.6) .
		4.00	

Total Legal Assistant 14.60

TOTAL TIME 406.00

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Asset Dispositions (General)**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/02/06	Lyons JK	417.34
Air/Rail Travel - vendor feed	05/09/06	Meisler RE	471.87
Air/Rail Travel - vendor feed	05/11/06	Meisler RE	165.27
Air/Rail Travel - vendor feed	05/17/06	Lyons JK	630.94
Air/Rail Travel - vendor feed	05/17/06	Lyons JK	-585.95
Air/Rail Travel - vendor feed	05/17/06	Lyons JK	160.67
Air/Rail Travel - vendor feed	05/19/06	Lyons JK	252.06
Air/Rail Travel - vendor feed	05/19/06	Lyons JK	160.67
Air/Rail Travel - vendor feed	05/22/06	Meisler RE	254.66
Air/Rail Travel - vendor feed	05/24/06	Lyons JK	324.36
Air/Rail Travel - vendor feed	05/25/06	Lyons JK	277.11
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,529.00
In-house Reproduction	05/02/06	Copy Center, D	0.40
In-house Reproduction	05/12/06	Copy Center, D	52.34
In-house Reproduction	05/16/06	Copy Center, D	0.60
In-house Reproduction	05/19/06	Copy Center, D	12.76
In-house Reproduction	05/30/06	Copy Center, D	20.90
		TOTAL IN-HOUSE REPRODUCTION	\$87.00
Lexis/Nexis	05/12/06	Zambrano K	290.00
		TOTAL LEXIS/NEXIS	\$290.00
Westlaw	05/02/06	Diaz LB	5.33
Westlaw	05/17/06	Neuman SS	79.40
Westlaw	05/18/06	Neuman SS	242.94
Westlaw	05/22/06	Neuman SS	104.25

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	05/23/06	Wharton JN	41.90
Westlaw	05/25/06	Reese RG	8.52
Westlaw	05/30/06	Reese RG	246.66
		TOTAL WESTLAW	\$729.00
Out-of-Town Travel	05/04/06	Lyons JK	226.11
Out-of-Town Travel	05/04/06	Lyons JK	89.99
Out-of-Town Travel	05/04/06	Lyons JK	442.03
Out-of-Town Travel	05/09/06	Lyons JK	63.99
Out-of-Town Travel	05/09/06	Lyons JK	201.39
Out-of-Town Travel	05/09/06	Lyons JK	226.80
Out-of-Town Travel	05/12/06	Lyons JK	63.99
Out-of-Town Travel	05/12/06	Lyons JK	226.80
Out-of-Town Travel	05/12/06	Lyons JK	184.90
		TOTAL OUT-OF-TOWN TRAVEL	\$1,726.00
Messengers/ Courier	05/09/06	Dist Serv/Mail/Page, D	90.31
Messengers/ Courier	05/11/06	Dist Serv/Mail/Page, D	37.93
Messengers/ Courier	05/26/06	Dist Serv/Mail/Page, D	21.76
		TOTAL MESSENGERS/ COURIER	\$150.00
Out-of-Town Meals	05/03/06	Lyons JK	6.33
Out-of-Town Meals	05/04/06	Lyons JK	10.79
Out-of-Town Meals	05/04/06	Lyons JK	55.93
Out-of-Town Meals	05/08/06	Lyons JK	45.03
Out-of-Town Meals	05/12/06	Lyons JK	90.06
Out-of-Town Meals	05/12/06	Lyons JK	2.86
		TOTAL OUT-OF-TOWN MEALS	\$211.00
Wireless - Mobile/Cellular/Pager	04/15/06	Meisler RE	3.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$3.00
		TOTAL MATTER	\$5,725.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-9
EMPLOYEE MATTERS (GENERAL)
679.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/06	1.80	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING PREPARE FOR AND ATTEND MEETING AT COMPANY WITH SENIOR MANAGEMENT TEAM (0.6); EMAILS TO/FROM R. ROSENBERG (0.2); PREPARE FOR FEBRUARY 2ND MEETING WITH R. ROSENBERG RE: SAME (0.3); REVIEW AND FINALIZE WITNESS DECLARATIONS (0.7).
BUTLER, JR. J	02/02/06	1.60	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING PREPARE FOR AND ATTEND MEETING WITH R. ROSENBERG RE: SETTLEMENT OF AIP SAFE HARBOR PROVISIONS (0.5); DRAFT AND FINALIZE SAME (0.3); ATTEND DISCOVERY PREPARATION SESSIONS AND CONSULT WITH DISCOVERY WORKING GROUP RE: DEPOSITIONS OF M. WEBER AND N. BUBNOVICH (0.8).
BUTLER, JR. J	02/03/06	1.40	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING ATTEND DISCOVERY PREPARATION SESSIONS AND CONSULT WITH DISCOVERY WORKING GROUP RE: DEPOSITION OF J. OPIE (1.2); FOLLOW-UP ON PREPETITION LENDER GROUP DUE DILIGENCE RE: AIP (0.2).
BUTLER, JR. J	02/04/06	0.80	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DESIGN SETTLEMENT MATERIALS BETWEEN DELPHI AND CREDITORS COMMITTEE (0.8).
BUTLER, JR. J	02/05/06	2.90	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF STATUS OF DISCOVERY AND REMAINING DISCOVERY FOR WEEK (0.8); REVIEW OF DEPONENT TRANSCRIPTS (0.9) AND BEGIN TO OUTLINE CHANGES TO REPLY AND HEARING OUTLINE (0.5); DRAFT LETTER TO R. ROSENBERG MEMORIALIZING PAP SAFE HARBOR PROVISIONS (0.4); REVIEW J. OPIE TRANSCRIPT EXCERPTS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/06/06	0.80	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF LIMITED OBJECTION OF CREDITORS' COMMITTEE (0.4); MEETING AT COMPANY WITH SENIOR MANAGEMENT RE: HEARING PREPARATION (0.4).
BUTLER, JR. J	02/07/06	3.10	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW AND REVISE PROPOSED OMNIBUS REPLY AND PROPOSED ORDER (3.1).
BUTLER, JR. J	02/08/06	4.10	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING TELECONFERENCE WITH K. ZIMAN RE: WITHDRAWAL OF BANK GROUP OBJECTION (0.2) AND REVIEW AND FINALIZE OMNIBUS REPLY AND RELATED TRIAL MATERIALS (3.9).
BUTLER, JR. J	02/09/06	4.20	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING WITNESS PREPARATION (0.4) AND GENERAL TRIAL PREPARATION (3.8).
BUTLER, JR. J	02/10/06	9.80	PREPARE FOR (4.7) AND ATTEND (4.8) HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; EMAILS FROM/TO SENIOR MANAGEMENT TEAM RE: RELATED COMMUNICATIONS PROGRAM (0.3).
BUTLER, JR. J	02/14/06	0.70	REVIEW OBJECTORS' COMMENTS TO KECF ORDER (0.4); FOLLOW-UP ON SETTLEMENT OF KECF ORDER (0.3).
BUTLER, JR. J	02/17/06	0.20	REVIEW AND REVISE AIP AND PAP PARTICIPATION NOTICES (0.2).
BUTLER, JR. J	02/21/06	0.20	REVIEW BLACKLINE OF ACTUAL KECF ORDER ENTERED BY COURT AGAINST PROPOSED ORDER (0.2).
BUTLER, JR. J	02/22/06	0.20	EMAILS FROM/TO S. MILLER RE NEED TO PREPARE BOOZ ALLEN SECTION 363 MOTION AND NEXT STEPS (0.2).
BUTLER, JR. J	02/23/06	0.30	EMAILS FROM/TO J. SHEEHAN RE BOOZ ALLEN SECTION 363 MOTION AND NEXT STEPS (0.3).
BUTLER, JR. J	02/27/06	1.40	REVIEW BOOZ ALLEN MATTERS WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.4); TELECONFERENCE WITH H. SEIFE RE SAME (0.2); REVIEW BOOZ ALLEN DOCUMENTS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		33.50	
LEFF NM	02/15/06	0.50	TELECONFERENCE WITH D. ALEXANDER RE: POSSIBLE AMENDMENT TO EMPLOYMENT AGREEMENTS (0.5).
LEFF NM	02/16/06	0.70	TELECONFERENCE WITH R. MEISLER RE: AMENDMENT TO EMPLOYMENT AGREEMENT (0.7).
		1.20	
MARAFIOTI KA	02/06/06	0.20	REVIEWED COMMITTEE OBJECTION TO KECP MOTION (0.2).
MARAFIOTI KA	02/09/06	3.00	REVIEWED SUPPLEMENTAL UNION DECLARATION IN OPPOSITION TO KECP (0.2); PREPARE FOR KECP HEARING (2.8).
MARAFIOTI KA	02/10/06	9.70	MEETING WITH CLIENT IN PREPARATION FOR KECP HEARING (4.0); ATTEND KECP HEARING (5.0); MEETING WITH CLIENT AFTER KECP HEARING (0.7).
MARAFIOTI KA	02/13/06	1.00	REVIEWED FORM OF KECP ORDER (1.0).
MARAFIOTI KA	02/14/06	1.50	REVIEW AND REVISE KECP ORDER (0.7); REVIEWED CORRESPONDENCE FROM VARIOUS PARTIES RE: FORM OF ORDER (0.4); REVIEWED REVISED FORM OF ORDER (0.4).
MARAFIOTI KA	02/16/06	0.20	REVIEWED CORRESPONDENCE RE: KECP ORDER (0.2).
MARAFIOTI KA	02/17/06	0.40	REVIEWED COMMITTEE FORM OF AIP ORDER (0.4).
		16.00	
SPRINGER DE	02/01/06	12.30	CONFERENCE WITH M. WEBER RE: PREPARATION FOR DEPOSITION (4.3); PREPARATION FOR AND ATTENDANCE AT DELPHI BOARD COMP COMMITTEE MEETING (1.1); REVIEW AND REVISE AND FINALIZE DECLARATION OF M. WEBER (1.5); REVIEW AND REVISE AND FINALIZE DECLARATION OF J. OPIE (1.5); REVIEW AND REVISE AND FINALIZE DECLARATION OF N. BUBNOVICH (1.5); CONFERENCE WITH WORKING GROUP RE: KECP DECLARATIONS AND MOTION (1.1); PREPARATION FOR KECP DEPOSITIONS GENERALLY (1.3).
SPRINGER DE	02/02/06	10.00	PREPARATION FOR M. WEBER DEPOSITION, INCLUDING CONFERENCES WITH MR. WEBER (2.0); DEFEND DEPOSITION OF M. WEBER (4.0); CONFERENCE WITH WORKING GROUP RE: N. BUBNOVICH AND J. OPIE DEPOSITIONS (1.0); CONFERENCE WITH N. BUBNOVICH RE: DEPOSITION DEFENSE (1.5); PREPARATION FOR DEPOSITION OF J. OPIE (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	02/03/06	8.20	CONFERENCE WITH N. BUBNOVICH ET AL RE: DEPOSITION (1.2); CONFERENCE WITH J. OPIE RE: DEPOSITION (3.0); DEFEND DEPOSITION OF J. OPIE (3.5); TELECONFERENCE WITH J. BUTLER RE: DEPOSITION (0.5).
SPRINGER DE	02/04/06	1.00	REVIEW SPREADSHEETS RE: NEGOTIATION WITH CREDITORS COMMITTEE (0.7); DRAFT AND REVIEW MESSAGES D. ALEXANDER RE: SPREADSHEETS (0.3).
SPRINGER DE	02/05/06	1.70	DRAFT MEMORANDUM RE: J. OPIE DEPOSITION (0.9); REVIEW AND REVISE REICHART DEPOSITION OUTLINE (0.8).
SPRINGER DE	02/06/06	7.20	TELECONFERENCES WITH J. OPIE RE: DEPOSITION AND HEARING TESTIMONY (0.7); TELECONFERENCES WITH M. WEBER RE: DEPOSITION AND HEARING TESTIMONY (0.8); REVIEW AND REVISE OMNIBUS RESPONSE TO OBJECTIONS TO KECP MOTION, AS MODIFIED (5.7).
SPRINGER DE	02/07/06	9.90	TELECONFERENCES WITH J. OPIE RE: DEPOSITION ERRATA (0.4); PREPARATION OF OPIE DEPOSITION ERRATA (0.5); TELECONFERENCE WITH M. WEBER RE: DEPOSITION ERRATA (0.5); PREPARATION OF M. WEBER DEPOSITION ERRATA (0.5); TELECONFERENCES WITH B. DELLINGER RE: OIBITDAR DEFINITION (0.3); REVIEW AND REVISE AND FINALIZE M. WEBER SUPPLEMENTAL DECLARATION, WITH EXHIBITS (1.1); REVIEW AND REVISE DRAFT ORDER (1.3); TELECONFERENCES WITH J. PAPELIAN RE: UCC REQUESTS AND OPIE DECLARATION (0.4); REVIEW KERP ORDERS IN OTHER AUTO-PARTS BANKRUPTCY CASES (1.1); REVIEW AND REVISE OMNIBUS REPONSE (2.5); REVIEW, COMMENT, AND REVISE CURRENT DRAFT OMNIBUS RESONSE TO OBJECTIONS TO KECP MOTION (1.3).
SPRINGER DE	02/08/06	11.40	PREPARATION FOR DEPOSITION OF S. GRANDSTAFF (0.9); PREPARATION FOR DEPOSITION OF M. SHAW (0.8); TELECONFERENCES WITH J. BUTLER RE: REVISIONS TO OMNIBUS RESPONSE TO OBJECTION TO KECP MOTION (0.9); REVIEW, FINALIZE AND FILE OMNIBUS REPONSE TO OBJECTIONS TO KECP MOTION (5.5); TELECONFERENCES WITH M. WEBER AND N. BUBNOVICH RE: DECLARATIONS AND TESTIMONY (0.5); REVIEW AND REVISE PROPOSED ORDER RE: REVISED AIP PORTION RE: KECP (1.7); WORKING GROUP CONFERENCES RE: FINALIZATION OF PROPOSED ORDER AND OMNIBUS RESPONSE TO OBJECTIONS TO KECP MOTION (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	02/09/06	12.50	PREPARATION FOR HEARING ON REVISED AIP PORTION OF KECP, INCLUDING CONFERENCES WITH M. WEBER (2.1); CONFERENCES WITH N. BUBNOVICH (1.1); PREPARATION FOR AND TAKE DEPOSITION OF S. GRANDSTAFF (2.9); PREPARATION FOR AND TAKE DEPOSITION OF M. SHAW (2.5); CONFERENCE WITH WORKING GROUP RE: PREPARATION FOR HEARING ON REVISED AIP PORTION OF KECP (1.9); DRAFT CROSS-EXAMINATION OUTLINES FOR GRANDSTAFF, REICHARD, AND SHAW (1.3); REVIEW REICHARD AND SHAW DEPOSITION ABSTRACTS (0.7).
SPRINGER DE	02/10/06	8.70	PREPARATION FOR HEARING ON REVISED AIP PORTION OF KECP, INCLUDING CONFERENCES WITH WITNESSES, M. WEBER, J. OPIE, AND N. BUBNOVICH, AND PREPARATION OF EXAM OUTLINES (3.2); ATTENDANCE AT HEARING ON REVISED AIP PORTION OF KECP (5.5).
SPRINGER DE	02/13/06	2.10	TELECONFERENCES WITH S. CORCORAN RE: FINAL ORDER ON KECP MOTION (0.6); REVISIONS TO KECP ORDER (1.5).
SPRINGER DE	02/14/06	8.10	DRAFT REVISED PROPOSED ORDER ON KECP (2.1); DRAFT CORRESPONDENCE TO THE COURT RE: DIFFERENCES OVER KECP ORDER (1.1); TELECONFERENCES WITH J. BUTLER RE: BOARD MEETING AND PROPOSED ORDER (0.5); REVIEW COMMENTS AND OBJECTIONS TO PROPOSED ORDER (1.5); FURTHER REVISE PROPOSED ORDER RE: KECP (1.9); TELECONFERENCES WITH T. MATZ RE: COMMUNICATIONS TO THE COURT RE: KECP ORDER (0.7); TELECONFERENCE WITH K. MARAFIOTI RE: PROPOSED ORDER (0.3).
		93.10	
Total Partner		143.80	
MATZ TJ	02/09/06	2.50	WORK ON VARIOUS MATTERS FOR KECP HEARING ON FEB. 10, INCLUDING MATERIALS FOR HEARING (1.8); TELECONFERENCES WITH CHAMBERS AND COMPANY RE: SAME (0.7).
MATZ TJ	02/10/06	1.40	PREPARE FOR KECP HEARING (0.9); TELECONFERENCES WITH CHAMBERS AND COMPANY RE: SAME (0.5).
MATZ TJ	02/14/06	1.70	REVIEW AND REVISE PROPOSED KECP-AIP ORDER (1.5); WORK ON OBJECTIONS RE: SAME AND SUBMITTING TO CHAMBERS PROPOSED ORDER (0.2).
MATZ TJ	02/16/06	0.70	REVIEW LETTER FOR M. ETKIN RE: KECP-AIP ORDER (0.2); DISCUSSIONS WITH D. SHERBIN, J. SHEEHAN RE: SAME (0.3); TELECONFERENCE WITH CHAMBERS RE: STATUS OF SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/20/06	0.40	FOLLOW UP WORK RE: DOCKETED KECP-AIP ORDER AND BLACK-LINE (0.4).
MATZ TJ	02/21/06	0.90	FOLLOW UP WORK ON EXHIBITS TO KECP-AIP ORDER (0.4); TELECONFERENCES WITH CHAMBERS RE: SAME (0.2); REVIEWING DRAFT OF 8-K (0.3).
MATZ TJ	02/22/06	0.40	TELECONFERENCE TO CLERKS'S OFFICE RE: AIP ORDER (0.2); FOLLOW UP WORK RE: SAME (0.2).
		8.00	
Total Counsel		8.00	
CAMPANARIO ND	02/01/06	14.50	FORMULATE STRATEGY RE: KEY EMPLOYEE COMPENSATION PROGRAM (4.1); REVISE DECLARATIONS IN SUPPORT OF SAME (5.7); REVIEW DOCUMENTS FOR PRODUCTION TO OBJECTORS (4.7).
CAMPANARIO ND	02/02/06	11.50	PREPARE DEPOSITION OF M. WEBER (1.0); DEFEND DEPOSITION OF M. WEBER (3.3); REVIEW MATERIALS RELATED TO OBJECTORS' WITNESSES (5.7); PREPARE FOR DEPOSITION OF N. BUBNOVICH (1.5).
CAMPANARIO ND	02/03/06	9.50	PREPARE FOR DEPOSITION OF N. BUBNOVICH (1.0); PREPARE FOR DEPOSITION OF J. OPIE (3.8); DEFEND DEPOSITION OF J. OPIE (3.1); REVIEW DOCUMENTS FOR PRODUCTION TO OBJECTORS (1.6).
CAMPANARIO ND	02/04/06	6.30	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM FOR PRODUCTION TO OBJECTORS (1.6); PREPARE OUTLINE FOR DEPOSITION OF H. REICHARD, WITNESS FOR IUE-CWA (4.7).
CAMPANARIO ND	02/05/06	5.20	REVIEW DOCUMENTS RELATED TO H. REICHARD DEPOSITION (3.7); REVISE OUTLINE FOR DEPOSITION OF H. REICHARD (1.5).
CAMPANARIO ND	02/06/06	4.90	PREPARE FOR DEPOSITION OF H. REICHARD (1.5); TAKE DEPOSITION OF H. REICHARD (3.4).
CAMPANARIO ND	02/07/06	12.80	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM FOR PRODUCTION TO OBJECTORS (3.9); REVISE SUPPLEMENTAL DECLARATION IN SUPPORT OF SAME (0.5); FORMULATE STRATEGY RE: SAME (1.2); REVIEW DEPOSITION TRANSCRIPTS OF M. WEBER AND H. REICHARD (4.4); PREPARE OUTLINE FOR DEPOSITION OF S. GRANDSTAFF, WITNESS FOR UAW (2.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

CAMPANARIO ND	02/08/06	14.70	PREPARE SUMMARY OF DEPOSITION TESTIMONY OF H. REICHARD (1.9); PREPARE OUTLINE FOR DEPOSITION OF M. SHAW (2.5); REVISE OMNIBUS RESPONSE TO OBJECTIONS TO KEY EMPLOYEE COMPENSATION PROGRAM (6.5); REVIEW DEPOSITION TRANSCRIPTS OF N. BUBNOVICH AND J. OPIE (3.8).
CAMPANARIO ND	02/09/06	15.00	PREPARE FOR DEPOSITIONS OF S. GRANDSTAFF AND M. SHAW (4.5); DEPOSITIONS OF S. GRANDSTAFF OF UAW AND M. SHAW OF USW (2.3); PREPARE SUMMARIES OF DEPOSITION TESTIMONY (3.2); FORMULATE STRATEGY RE: HEARING ON KEY EMPLOYEE COMPENSATION PROGRAM (0.8); PREPARE MATERIALS FOR HEARING (4.2).
CAMPANARIO ND	02/10/06	12.10	PREPARE MATERIALS FOR HEARING ON KEY EMPLOYEE COMPENSATION PROGRAM (6.6); ATTEND HEARING (5.5).
		106.50	
FERN BM	02/01/06	0.60	FORMULATE STRATEGY IN PREPARATION FOR KECF HEARING (0.6).
FERN BM	02/02/06	11.10	REVIEWED DECLARATIONS FILED IN SUPPORT OF ANNUAL INCENTIVE PLAN (1.9); TELECONFERENCE WITH N. BUBNOVICH RE: KECF DEPOSITION (0.3); REVIEWED AND ANALYZED H. REICHARD DECLARATION (0.7); REVIEWED DOCUMENTS IN PREPARATION FOR BUBNOVICH DEPOSITION (3.3); REVIEWED KECF SAFE HARBOR PROVISIONS (0.2); MEETING WITH N. BUBNOVICH IN PREPARATION FOR DEPOSITION (1.6); FORMULATE STRATEGY RE: KECF HEARING (2.0); ATTENTION TO ISSUES IN PREPARATION FOR BUBNOVICH DEPOSITION (1.1).
FERN BM	02/03/06	12.10	REVIEWED DOCUMENTS IN PREPARATION FOR BUBNOVICH DECLARATION (1.0); PREPARED BUBNOVICH FOR DEPOSITION (2.4); ATTENDED BUBNOVICH DEPOSITION (3.4); ANALYSIS OF TESTIMONY AT BUBNOVICH DEPOSITION (0.5); MEETING WITH J. OPIE IN PREPARATION FOR DEPOSITION (0.4); BEGAN REVIEWING WEBER DEPOSITION TRANSCRIPT (0.6); ATTENTION TO DOCUMENTS IN PREPARATION FOR KECF HEARING (1.6); ANALYSIS OF ISSUES FROM OPIE DECLARATION (1.1); REVIEWED DOCUMENTS RE: LABOR BENCHMARKING (0.4); OUTLINED ISSUES IN PREPARATION FOR REICHARD DEPOSITION (0.7).
FERN BM	02/04/06	0.90	COMPLETED REVIEW OF BUBNOVICH TRANSCRIPT (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/05/06	1.00	CORRESPONDENCE TO N. BUBNOVICH RE: LABOR BENCHMARKING (0.3), AND COST OF AIP (0.2); ATTENTION TO ISSUES IN PREPARATION FOR KECP HEARING (0.5).
FERN BM	02/06/06	11.20	REVIEWED WEBER DEPOSITION TRANSCRIPT (1.3); REVIEWED DECLARATION OF M. SHAW (0.4); REVIEWED AND REVISED OMNIBUS RESPONSE TO KECP OBJECTIONS (1.9); REVIEWED DOCUMENTS RE: UAW'S LABOR NEGOTIATIONS IN CHAPTER 11 CASES (0.3); REVIEWED OPIE DECLARATION TRANSCRIPT (2.8); ATTENTION TO ISSUES RE: BUBNOVICH'S REVIEW OF LABOR BENCHMARKS (0.5); REVIEWED UCC OBJECTION TO KECP (0.4); ANALYSIS OF ISSUES RE: UCC OBJECTION (0.7); FORMULATE STRATEGY RE: KECP HEARING (0.4); RESEARCH RE: EXECUTIVE COMPENSATION AND LABOR (0.8); REVIEWED AND REVISED OMNIBUS KECP RESPONSE (0.6); ANALYSIS OF UAW STATEMENTS RE: EXECUTIVE COMPENSATION (1.1).
FERN BM	02/07/06	14.90	REVIEWED AND COMMENTED ON OMNIBUS RESPONSE TO KECP OBJECTION (1.3); REVIEWED WEBER SUPPLEMENTAL DECLARATION (0.3); RESEARCH RE: COMPETITIVE BENCHMARKING (1.5); ADDITIONAL RESEARCH RE: IMPLEMENTATION OF BONUS PLANS (0.9); FORMULATE STRATEGY RE: KECP HEARING (0.8); DRAFTED SLIDES RE: REVISED AIP (2.6); REVIEWED REICHARD DEPOSITION (0.6); REVISED EXHIBITS RE: REVISED AIP (1.0); REVIEWED DOCUMENTS RE: AIP PAYOUT CURVES (0.5); ADDITIONAL REVIEW OF WEBER SUPPLEMENTAL DECLARATION (0.4); REVISED EXHIBITS RE: REVISED AIP (0.6); DRAFTED PROPOSED ORDER RE: REVISED AIP (2.9); ANALYSIS OF DECLARATIONS FILED IN OPPOSITION TO KECP (0.8); RESEARCH RE: BONUS PLANS IN OTHER CHAPTER 11 CASES (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/08/06	13.70	REVIEWED AND REVISED ORDER FOR REVISED AIP (0.5); ATTENTION TO EXHIBITS IN PREPARATION FOR KECP HEARING (2.6); FORMULATE STRATEGY RE: KECP HEARING (0.7); ANALYSIS OF ISSUES RE: ORDINARY COURSE (1.2); REVISED PROPOSED AIP ORDER (0.5); REVIEWED OBJECTIONS FILED TO KECP (0.9); ATTENTION TO EXHIBITS FOR OMNIBUS KECP RESPONSE (1.1); REVIEWED AND REVISED OMNIBUS KECP RESPONSE (1.7); REVIEWED REICHARD SUPPLEMENTAL DECLARATION (0.2); FORMULATE STRATEGY RE: FACTS ALLEGED (0.4); REVISED PROPOSED ORDER (1.9); REVIEWED BUBNOVICH DEPOSITION TRANSCRIPT AND ERRATA SHEET IN PREPARATION FOR HEARING (0.6); FINAL REVISIONS TO OMNIBUS KECP RESPONSE (1.4).
FERN BM	02/09/06	15.50	FORMULATE STRATEGY RE: PREPARATION FOR KECP HEARING (1.5); PREPARED AND ORGANIZED DESIGNATED EVIDENCE (4.3); ASSISTED IN WITNESS PREPARATION FOR HEARING (3.8); REVIEWED AND IDENTIFIED HIGHLY CONFIDENTIAL DOCUMENTS THAT MAY BE OFFERED AT HEARING (0.7); PREPARED WITNESS KITS FOR KECP HEARING (3.2); FORMULATE STRATEGY RE: PRESENTATION OF EVIDENCE AT KECP HEARING (1.4); BEGAN OUTLINING PRESENTATION OF EVIDENCE (0.6).
FERN BM	02/10/06	19.80	CONTINUED OUTLINING PRESENTATION OF EVIDENCE AT KECP HEARING (1.9); ANALYZED AND ORGANIZED TRIAL EXHIBITS (6.2); ATTENTION TO ISSUES IN PREPARATION FOR KECP HEARING (2.7); ATTENTION TO DOCUMENTS IN PREPARATION FOR KECP HEARING (1.4); ATTENDED AND ASSISTED DURING HEARING ON KECP MOTION (7.1); ANALYSIS OF RESULTS OF KECP HEARING (0.5).
FERN BM	02/11/06	0.90	REVISED KECP-AIP ORDER PER COURT'S GUIDANCE (0.9).
FERN BM	02/13/06	4.00	DRAFTED PRESENTATIONS RE: AIP HEARING (1.4); SUMMARIZED NOTES FROM AIP HEARING (0.4); REVIEWED TERMS OF REVISED AIP ORDER (0.3); ATTENTION TO EXHIBITS TO REVISED AIP ORDER (0.3); CORRESPONDENCE FROM N. BUBNOVICH RE: REVISED PAYMENT OPPORTUNITIES (0.2); REVIEWED AND REVISED TERMS OF FINAL AIP ORDER (0.5); RESEARCH RE: CLASS CERTIFICATION (0.9).
FERN BM	02/14/06	0.90	REVIEWED REVISED PAYOUT CURVES (0.3); ATTENTION TO ISSUES RE: SERVICE OF KECP MOTION (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/15/06	6.10	ATTENTION TO ISSUES RE: REVISED AIP (0.4); REVIEWED FILINGS RE: SERVICE OF KECP MOTION (0.3); REVIEWED MOTION FOR ERISA CLASS CERTIFICATION (0.6); REVIEWED MEMO IN SUPPORT OF MOTION (0.4); RESEARCH RE: CLASS CERTIFICATION AND RULE 7023 (3.8); SUMMARY MEMO RE: MOTION TO CERTIFY ERISA CLAIMS (0.6).
FERN BM	02/16/06	6.50	ORGANIZED DOCUMENTS NECESSARY FOR 8-K RE: REVISED AIP (0.4); RESEARCH RE: HUMAN CAPITAL AGREEMENTS (3.8); ADDITIONAL RESEARCH RE: EMPLOYMENT AGREEMENTS (2.3).
FERN BM	02/17/06	9.90	REVIEWED SAMPLE EMPLOYMENT AGREEMENT (0.3); OUTLINED ISSUES RE: HUMAN CAPITAL (1.1); BEGAN DRAFTING MEMO RE: HUMAN CAPITAL (1.4); ANALYSIS OF ISSUES RE: ERISA CLASS CERTIFICATION MOTION (0.7); DRAFTED MEMO RE: ERISA CLASS CERTIFICATION MOTION (2.6); CONTINUED DRAFTING HUMAN CAPITAL MEMO (2.0); DRAFTED OUTLINE RE: HUMAN CAPITAL ISSUES MEMO (1.8).
FERN BM	02/20/06	7.60	ATTENTION TO ISSUES RE: AIP ORDER FILED WITH THE COURT (0.3); FORMULATE STRATEGY RE: HUMAN CAPITAL (0.8); CONTINUED DRAFTING MEMO RE: HUMAN CAPITAL (3.1); RESEARCH RE: DEBTORS' EXECUTIVE SEVERANCE PROGRAM (0.6); COMPLETED DRAFT OF MEMO RE: HUMAN CAPITAL (2.8).
		136.70	
GUZZARDO J	02/02/06	1.00	KECP CLAWBACK PROVISION RESEARCH (1.0).
GUZZARDO J	02/07/06	2.30	LEGAL RESEARCH RE: TIMING AND BUSINESS JUDGMENT RULE FOR KECP LITIGATION (2.3).
GUZZARDO J	02/08/06	6.60	LEGAL RESEARCH RE: THE FEDERAL RULES OF EVIDENCE AND HEARSAY AS APPLIED TO DECLARATIONS AND MOTIONS TO STRIKE (6.6).
		9.90	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	02/02/06	0.50	REVIEW EMPLOYEE BENEFIT SUPPLIER ISSUE (0.2); CONFERENCE WITH J. PETERSON RE: SAME (0.3).
HERRIOTT AV	02/03/06	0.10	RESPOND TO INDEMNIFICATION QUESTION (0.1).
HERRIOTT AV	02/06/06	0.70	RESPOND TO QUESTIONS RE: DEBTORS' AUTHORITY UNDER HUMAN CAPITAL MOTION TO CONTINUE PROGRAMS (0.4) AND PAY PREPETITION EXPENSES (0.3).
HERRIOTT AV	02/07/06	1.00	REVIEW AND RESPOND TO INDEMNIFICATION QUESTION (0.4); CONFERENCE WITH A. GRUBER AND P. CHANDA RE: SAME (0.2); EVALUATE EMPLOYEE BENEFIT SUPPLIER ISSUE (0.3); REVIEW 401(K) ISSUE (0.1).
HERRIOTT AV	02/08/06	0.40	CONTINUE REVIEW OF EMPLOYEE BENEFIT SUPPLIER ISSUE (0.4).
HERRIOTT AV	02/22/06	1.00	CONFERENCE WITH S. DANA AND A. FRANKUM RE: TRACKING HUMAN CAPITAL EXPENDITURES UNDER "FIRST DAY" AUTHORITY (1.0).
		3.70	
MACDONALD N	02/01/06	16.40	CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS, REVISE DECLARATIONS IN CONNECTION WITH SAME (7.7); CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS AND REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (8.7).
MACDONALD N	02/02/06	12.70	CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS, REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (10.6); MEET WITH CLIENT IN PREPARATION FOR DEPOSITION (2.1).
MACDONALD N	02/03/06	13.60	REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS, MEET WITH WITNESS IN PREPARATION FOR SAME, ATTEND DEPOSITION (6.7); CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS, REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (6.9).
MACDONALD N	02/04/06	7.70	REVIEW DEPOSITION TRANSCRIPTS (4.2); CONTINUE REVISION OF ORDINARY COURSE ANALYSIS IN RESPONSE TO KECP OBJECTIONS (3.5).
MACDONALD N	02/06/06	14.20	CONTINUE DRAFT OF RESPONSE TO KECP OBJECTIONS, INCLUDING INCORPORATION OF DECLARATION AND DEPOSITION INFORMATION (14.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	02/07/06	12.80	DRAFT SUPPLEMENTAL DECLARATION IN SUPPORT OF KECP MOTION (2.1); CONTINUE REVIEW OF REVISION OF RESPONSE TO KECP OBJECTIONS (1.9); CONTINUE REVIEW OF DEPOSITION TRANSCRIPTIONS IN PREPARATION FOR KECP HEARING (0.7); CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS, INCLUDING INCORPORATION OF CLIENT AND CO-COUNSEL'S REMARKS AND COMMENTS (6.4); LEGAL RESEARCH RELATED TO SAME (1.7).
MACDONALD N	02/08/06	18.20	COMPLETE REVISION OF RESPONSE TO KECP OBJECTIONS AND FILE SAME (11.4); REVIEW DECLARATIONS AND RELATED DOCUMENTS IN PREPARATION FOR DEPOSITIONS (6.8).
MACDONALD N	02/09/06	19.90	CONTINUE REVIEW OF DEPOSITION TESTIMONY AND DOCUMENTS AND EXHIBITS RELATED TO SAME IN PREPARATION FOR HEARING (15.3); MEET WITH WITNESSES IN PREPARATION FOR HEARING (2.4); MEETING WITH CO-COUNSEL TO DISCUSS HEARING STRATEGY AND MATTERS RELATED THERETO (2.2).
MACDONALD N	02/10/06	17.80	CONTINUE PREPARATION OF HEARING MATERIAL, INCLUDING HEARING BINDERS, EXHIBIT BINDERS, AND RELATED LISTS AND DOCUMENTS (11.1); ATTEND HEARING (6.7).
MACDONALD N	02/11/06	4.40	POST-TRIAL WORK RE: KECP MOTION (4.4).
MACDONALD N	02/14/06	1.90	MEET AND CONFER WITH CO-COUNSEL RE: KECP ORDER AND OBJECTIONS THERETO (0.7); REVIEW AND REVISE DRAFTS OF PROPOSED KECP ORDER, AND OBJECTIONS TO SAME (1.2).
		139.60	
MEISLER RE	02/07/06	0.60	RESPONDED TO INQUIRIES RE: HUMAN CAPITAL (0.4); RESPONDED TO INQUIRIES RE: IMPACT ON 401(K) PROGRAM (0.2).
MEISLER RE	02/09/06	0.20	TELECONFERENCE WITH B. FERN RE: KECP PREPARATION (0.2).
MEISLER RE	02/10/06	0.10	TELECONFERENCE WITH D. SHERBIN, S. CORCORAN RE: KECP (0.1).
MEISLER RE	02/14/06	0.10	TELECONFERENCE WITH K. CRAFT RE: HUMAN CAPITAL INQUIRY (0.1).
MEISLER RE	02/15/06	0.10	TELECONFERENCE WITH P. NEWTON RE: HUMAN CAPITAL INQUIRY (0.1).
MEISLER RE	02/16/06	0.50	BEGAN REVIEW OF HUMAN CAPITAL MATTERS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/17/06	0.30	ATTENTION TO HUMAN CAPITAL MATTERS (0.3) .
MEISLER RE	02/20/06	2.00	REVIEW AND ANALYZE HUMAN CAPITAL INQUIRY (1.3); REVIEW CASE LAW RE: SAME (0.6); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.1) .
MEISLER RE	02/21/06	1.90	PREPARE FOR HUMAN CAPITAL CALL (0.6); TELECONFERENCE WITH D. SHERBIN, B. SAX AND D. ALEXANDER RE: SAME (0.9); TELECONFERENCE WITH D. ALEXANDER RE: SAME (0.2); FOLLOW UP RE: SAME (0.2) .
MEISLER RE	02/22/06	0.40	ATTENTION TO HUMAN CAPITAL MATTERS (0.4) .
MEISLER RE	02/23/06	0.10	TELECONFERENCE WITH J. SHEEHAN RE: BOOZ ALLEN (0.1) .

6.30

SCHOHN E	02/16/06	1.00	DISCUSS PAYOUT PROVISIONS IN EMPLOYMENT AGREEMENTS (0.6); REVIEW AND RESPOND TO PENSION DISCLOSURE IN FORM A (0.4)
		1.00	

Total Associate 403.70

DEMMA J	02/09/06	1.60	PREPARE INDEX FOR EMPLOYEE BENEFIT DOCUMENTS (1.6) .
		1.60	
JACOBSON SJ	02/17/06	2.00	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (2.0)
		2.00	
SALAND J	02/08/06	2.60	ASSEMBLE EXHIBITS TO WEBER, BUBNOVICH AND OPIE FOR KECP HEARING AND DEPOSITION MATERIALS (2.6) .
SALAND J	02/09/06	7.70	PREPARE EXHIBITS AND DECLARATIONS FOR DELPHI HEARING (6.3); PREPARE EXHIBITS FOR DEPOSITIONS AND LAPTOP FOR LIVENOTE USE (1.4) .
SALAND J	02/10/06	10.40	ATTEND HEARING FOR DELPHI INCENTIVE PLAN (8.7); ASSEMBLE EXHIBITS TO DELPHI HEARING (1.7)
		20.70	

SALAZAR AG	02/07/06	1.20	BEGIN PREPARATION FOR KECP HEARING (1.2) .
SALAZAR AG	02/09/06	15.20	PREPARE AND ELECTRONICALLY FILE DECLARATIONS TO KECP MOTION (0.4); PREPARE ALL DOCUMENTS AND MATERIALS FOR KECP HEARING AS REQUESTED (14.8) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	02/10/06	10.30	FINALIZE HEARING PREP AND DELEGATE TASKS TO GROUP OF LEGAL ASSISTANT SUPPORT (2.0); ATTEND KECP HEARING (8.3).
SALAZAR AG	02/16/06	0.20	DISTRIBUTE COURT ENTERED KECP ORDER (0.2).
SALAZAR AG	02/20/06	0.30	REVIEW KECP EXHIBITS AND SEND TO ATTY AS REQUESTED (0.3).
SALAZAR AG	02/22/06	0.20	RESPOND TO REQUESTS FOR KECP ORDER (0.2).
		27.40	
ZSOLDOS AF	02/08/06	1.50	ELECTRONICALLY FILE DEBTORS RESPONSE TO OBJECTIONS, COORDINATE COPIES AND SERVICE OF ABOVE, AND PREPARE LETTER RE: COURTESY COPY TO CHAMBERS (1.5).
ZSOLDOS AF	02/09/06	11.30	ELECTRONICALLY FILE DECLARATIONS IN SUPPORT OF KECP MOTION (1.0); PREPARATION FOR KECP HEARING (10.3).
ZSOLDOS AF	02/10/06	13.60	CONTINUE PREPARATION FOR KECP HEARING, INCLUDING SLIP SHEETING AND UPDATING BINDERS (4.5); ATTEND AND ASSIST AT KECP SPECIAL HEARING (9.1).
		26.40	
Total Legal Assistant		78.10	
TOTAL TIME		<u>633.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (General)**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/02/06	Fern BM	45.00
Air/Rail Travel - vendor feed	02/02/06	Fern BM	173.49
Air/Rail Travel - vendor feed	02/03/06	Springer DE	533.02
Air/Rail Travel - vendor feed	02/04/06	Fern BM	1,042.96
Air/Rail Travel - vendor feed	02/07/06	Springer DE	1,067.53
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,862.00
In-house Reproduction	02/02/06	Copy Center, D	559.48
In-house Reproduction	02/02/06	Copy Center, D	559.48
In-house Reproduction	02/03/06	Copy Center, D	476.18
In-house Reproduction	02/03/06	Copy Center, D	29.60
In-house Reproduction	02/04/06	Copy Center, D	136.79
In-house Reproduction	02/04/06	Copy Center, D	137.49
In-house Reproduction	02/06/06	Copy Center, D	381.09
In-house Reproduction	02/07/06	Copy Center, D	121.10
In-house Reproduction	02/07/06	Copy Center, D	728.27
In-house Reproduction	02/10/06	Copy Center, D	1,998.12
In-house Reproduction	02/17/06	Copy Center, D	66.30
In-house Reproduction	02/24/06	Copy Center, D	2.10
		TOTAL IN-HOUSE REPRODUCTION	\$5,196.00
Telephone Expense	02/24/06	Telecommunications, D	9.07
Telephone Expense	02/24/06	Telecommunications, D	9.75
Telephone Expense	02/24/06	Telecommunications, D	0.18
		TOTAL TELEPHONE EXPENSE	\$19.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Non-standard/Outside Reproduction	02/02/06	Landmark Document Services	2,977.95
Non-standard/Outside Reproduction	02/03/06	Landmark Document Services	322.05
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$3,300.00
Lexis/Nexis	02/15/06	Fern BM	19.40
Lexis/Nexis	02/16/06	Fern BM	14.45
Lexis/Nexis	02/17/06	Fern BM	19.21
Lexis/Nexis	02/20/06	Fern BM	41.98
Lexis/Nexis	02/21/06	Fern BM	23.96
		TOTAL LEXIS/NEXIS	\$119.00
Westlaw	02/02/06	MacDonald N	256.96
Westlaw	02/02/06	Rohner WM	142.02
Westlaw	02/02/06	Guzzardo J	28.89
Westlaw	02/03/06	Guzzardo J	92.34
Westlaw	02/04/06	MacDonald N	155.95
Westlaw	02/06/06	Guzzardo J	46.86
Westlaw	02/07/06	MacDonald N	4.26
Westlaw	02/07/06	Guzzardo J	281.45
Westlaw	02/07/06	Hallan CF	118.24
Westlaw	02/08/06	Rohner WM	273.41
Westlaw	02/08/06	Guzzardo J	210.77
Westlaw	02/09/06	Rohner WM	180.39
Westlaw	02/09/06	Fern BM	57.54
Westlaw	02/10/06	Campanario ND	55.39
Westlaw	02/15/06	Fern BM	52.04
Westlaw	02/16/06	Fern BM	76.70
Westlaw	02/17/06	Fern BM	52.20
Westlaw	02/26/06	Fern BM	9.59
		TOTAL WESTLAW	\$2,095.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Reproduction - color	02/08/06	Copy Center, D	20.50
Reproduction - color	02/08/06	Copy Center, D	36.00
Reproduction - color	02/09/06	Copy Center, D	4.50
Reproduction - color	02/23/06	Copy Center, D	1.50
Reproduction - color	02/23/06	Copy Center, D	1.50
Reproduction - color	02/24/06	Copy Center, D	3.50
Reproduction - color	02/26/06	Copy Center, D	1.50
Reproduction - color	02/28/06	Copy Center, D	3.00
		TOTAL REPRODUCTION - COLOR	\$72.00
Telephone - Long Distance	02/07/06	Campanario ND	28.00
		TOTAL TELEPHONE - LONG DISTANCE	\$28.00
Air/Rail Travel (external)	02/06/06	Butler, Jr. J	138.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$138.00
Out-of-Town Travel	02/01/06	MacDonald N	378.51
Out-of-Town Travel	02/01/06	MacDonald N	30.00
Out-of-Town Travel	02/01/06	Campanario ND	292.62
Out-of-Town Travel	02/02/06	Fern BM	35.00
Out-of-Town Travel	02/02/06	Campanario ND	292.62
Out-of-Town Travel	02/03/06	Campanario ND	303.57
Out-of-Town Travel	02/04/06	MacDonald N	12.00
Out-of-Town Travel	02/04/06	Fern BM	35.00
Out-of-Town Travel	02/04/06	Campanario ND	292.62
Out-of-Town Travel	02/05/06	MacDonald N	15.00
Out-of-Town Travel	02/05/06	MacDonald N	10.00
Out-of-Town Travel	02/05/06	MacDonald N	12.00
Out-of-Town Travel	02/05/06	Campanario ND	292.62
Out-of-Town Travel	02/06/06	Fern BM	35.00
Out-of-Town Travel	02/06/06	Fern BM	32.00
Out-of-Town Travel	02/06/06	Campanario ND	375.12
Out-of-Town Travel	02/06/06	Butler, Jr. J	22.50
Out-of-Town Travel	02/06/06	Butler, Jr. J	85.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/06/06	Butler, Jr. J	829.46
Out-of-Town Travel	02/06/06	Butler, Jr. J	25.50
Out-of-Town Travel	02/07/06	Campanario ND	303.57
Out-of-Town Travel	02/08/06	Campanario ND	292.62
Out-of-Town Travel	02/09/06	Campanario ND	292.62
Out-of-Town Travel	02/10/06	Fern BM	2,286.42
Out-of-Town Travel	02/10/06	Fern BM	14.00
Out-of-Town Travel	02/10/06	Fern BM	35.00
Out-of-Town Travel	02/10/06	Campanario ND	292.63
Out-of-Town Travel	02/14/06	Campanario ND	35.00
		TOTAL OUT-OF-TOWN TRAVEL	\$6,958.00
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	30.34
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	35.95
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	34.84
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	32.00
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	41.77
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	24.70
Messengers/ Courier	02/09/06	Dist Serv/Mail/Page, D	23.56
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	56.55
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	28.80
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	26.11
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	35.11
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	27.61
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	21.59
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	27.61
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	29.71
		TOTAL MESSENGERS/ COURIER	\$488.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/01/06	MacDonald N	130.40
Out-of-Town Meals	02/01/06	Campanario ND	11.93
Out-of-Town Meals	02/02/06	Fern BM	4.28
Out-of-Town Meals	02/02/06	Campanario ND	135.02
Out-of-Town Meals	02/02/06	Campanario ND	16.27
Out-of-Town Meals	02/03/06	Campanario ND	4.34
Out-of-Town Meals	02/03/06	Fern BM	141.28
Out-of-Town Meals	02/04/06	Fern BM	3.30
Out-of-Town Meals	02/04/06	Fern BM	3.77
Out-of-Town Meals	02/04/06	Campanario ND	90.02
Out-of-Town Meals	02/04/06	Campanario ND	17.89
Out-of-Town Meals	02/05/06	MacDonald N	25.00
Out-of-Town Meals	02/05/06	MacDonald N	66.26
Out-of-Town Meals	02/05/06	Campanario ND	4.34
Out-of-Town Meals	02/06/06	Butler, Jr. J	19.50
Out-of-Town Meals	02/06/06	Campanario ND	7.59
Out-of-Town Meals	02/06/06	Fern BM	53.70
Out-of-Town Meals	02/07/06	Campanario ND	43.53
Out-of-Town Meals	02/08/06	Springer DE	7.04
Out-of-Town Meals	02/08/06	Springer DE	33.11
Out-of-Town Meals	02/08/06	MacDonald N	176.35
Out-of-Town Meals	02/09/06	Campanario ND	11.93
Out-of-Town Meals	02/09/06	Springer DE	41.69
Out-of-Town Meals	02/09/06	Springer DE	16.79
Out-of-Town Meals	02/10/06	Campanario ND	8.13
Out-of-Town Meals	02/10/06	MacDonald N	223.42
Out-of-Town Meals	02/10/06	MacDonald N	210.74
Out-of-Town Meals	02/12/06	MacDonald N	34.13
Out-of-Town Meals	02/12/06	MacDonald N	45.01
Out-of-Town Meals	02/13/06	MacDonald N	3.24
TOTAL OUT-OF-TOWN MEALS			\$1,590.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Court Reporting	02/07/06	Regal Reporting Svc.	683.12
Court Reporting	02/10/06	Esquire Deposition Services LLC	496.58
Court Reporting	02/14/06	Esquire Deposition Services LLC	1,484.30
		TOTAL COURT REPORTING	\$2,664.00
Contracted Catering-NY	02/01/06	Springer DE	134.28
Contracted Catering-NY	02/02/06	Springer DE	134.27
Contracted Catering-NY	02/03/06	Springer DE	134.27
Contracted Catering-NY	02/06/06	Springer DE	134.27
Contracted Catering-NY	02/09/06	Springer DE	134.27
Contracted Catering-NY	02/09/06	Springer DE	448.15
Contracted Catering-NY	02/09/06	Springer DE	149.38
Contracted Catering-NY	02/09/06	Springer DE	169.84
Contracted Catering-NY	02/10/06	Springer DE	134.27
		TOTAL CONTRACTED CATERING- NY	\$1,573.00
		TOTAL MATTER	\$27,102.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/03/06	0.20	FOLLOW-UP WITH B. ROSENBERG RE TIMETABLE FOR MERIT INCREASES FOR SALARIED EMPLOYEES INCLUDING EMAILS WITH D. SHERBIN AND B. ROSENBERG (0.2).
BUTLER, JR. J	03/07/06	0.40	REVIEW EMPLOYEE AGREEMENT INCLUDING EMAIL FROM B. SAX (0.4).
BUTLER, JR. J	03/11/06	0.80	EMAIL FROM J. SHEEHAN RE AND REVIEW REVISED BOOZ ALLEN MATERIALS (0.6); EMAILS FROM/TO B. SAX RE RSU GRANTS (0.2).
BUTLER, JR. J	03/14/06	0.70	PREPARE FOR (0.1) AND PARTICIPATE IN (0.6) MEETING WITH R. O'NEAL, M. WEBER AND OTHERS AT COMPANY IN TROY RE: SG&A REDUCTION AND SALARIED ATTRITION PROGRAM MATTERS.
BUTLER, JR. J	03/25/06	0.30	REVIEW ENGAGEMENT MATERIALS AND NEXT STEPS RE BOOZ ALLEN SECTION 363 MOTION INCLUDING EMAILS FROM/TO D. SHERBIN (0.3).
BUTLER, JR. J	03/31/06	0.80	PREPARE FOR (0.2) AND PARTICIPATE IN (0.6) MEETING WITH D. ALEXANDER RE: HUMAN CAPITAL (SALARIED) TRANSFORMATION MATTERS.
		3.20	
LEFF NM	03/09/06	0.70	RESEARCH RE: SEPARATION AGREEMENTS (0.7).
LEFF NM	03/17/06	0.30	TELECONFERENCE WITH E. SCHOHN RE: STATUS OF SEVERANCE CLAIM (0.3).
LEFF NM	03/28/06	0.80	TELECONFERENCE WITH E. SCHOHN AND D. PHILLIPS RE: WITHHOLDING ISSUES (0.8).
		1.80	
Total Partner		5.00	
MATZ TJ	03/07/06	0.60	FOLLOW UP WITH FTI AND WORK ON INFORMATION FOR U.S. TRUSTEE RE: HUMAN CAPITAL PAYMENT SUMMARY (0.6).
MATZ TJ	03/14/06	0.60	FOLLOW UP WITH FTI AND WORK ON INFORMATION FOR U.S. TRUSTEE RE: HUMAN CAPITAL PAYMENT SUMMARY (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/29/06	0.70	REVIEW HUMAN CAPITAL SPENDING SUMMARY (0.3); TELECONFERENCE WITH A. FRANKUM RE: SAME (0.2); FOLLOW UP WORK E: SAME (0.1); FORWARD TO U.S. TRUSTEE HUMAN CAPITAL SPENDING SUMMARY (0.1).
		1.90	
Total Counsel		1.90	
HERRIOTT AV	03/02/06	0.40	CONFERENCE WITH P. TOTTIS RE: INDEMNIFICATION MATTERS (0.4).
HERRIOTT AV	03/07/06	0.70	REVIEW AND RESEARCH ISSUE RE: HUMAN CAPITAL RELATED AUDITING (0.3); RESEARCH PAYMENTS MADE TO PARTICULAR EMPLOYEES AND DIRECTORS (0.4).
HERRIOTT AV	03/09/06	0.70	CORRESPOND WITH DELPHI RE: HUMAN CAPITAL BENEFIT PROVIDER (0.4); RESPOND TO QUESTIONS RE: INDEMNIFICATION (0.3).
HERRIOTT AV	03/10/06	0.10	REVIEW TRACKING OF HUMAN CAPITAL PAYMENTS UNDER FIRST DAY AUTHORITY (0.1).
HERRIOTT AV	03/20/06	0.30	ANSWER QUESTION RE: PAP AND FIRST DAY AUTHORITY RELATING TO SAME (0.3).
HERRIOTT AV	03/21/06	0.10	RESPOND TO QUESTION RE: INDEMNIFICATION (0.1).
HERRIOTT AV	03/23/06	0.60	EVALUATE QUESTION RE: INDEMNIFICATION AND PAP PAYMENTS (0.6).
		2.90	
MEISLER RE	03/07/06	0.20	ATTENTION TO INQUIRIES RE: HUMAN CAPITAL QUERIES (0.2).
MEISLER RE	03/09/06	0.30	PREPARE FOR TELECONFERENCE WITH P. TOTTIS RE: HUMAN CAPITAL INQUIRIES (0.3).
MEISLER RE	03/13/06	0.20	TELECONFERENCE WITH P. TOTTIS RE: HUMAN CAPITAL INQUIRIES (0.2).
MEISLER RE	03/23/06	0.70	CONFERENCE WITH A. HERRIOTT RE: HUMAN CAPITAL MATTERS AND INQUIRIES (0.6); TELECONFERENCE WITH J. PETERSON RE: SAME (0.1).
MEISLER RE	03/25/06	0.40	REVIEW BOOZ ALLEN PROPOSAL (0.4).
		1.80	
REESE RG	03/20/06	0.80	TELECONFERENCE WITH C. BRANSON (DLA PIPER) RE: MOBILAIRIA EMPLOYEE ISSUES (0.8).
REESE RG	03/25/06	0.30	REVIEW LABOR ISSUES RE: MOBILAIRIA (0.3).
		1.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	03/25/06	1.10	DRAFT PRESENTATION ON PROPOSED BOOZ ALLEN ENGAGEMENT (1.1) .
		1.10	
Total Associate		6.90	
TOTAL TIME		<u>13.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (General)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	3.78
In-house Reproduction	03/07/06	Copy Center, D	19.40
In-house Reproduction	03/24/06	Copy Center, D	4.97
In-house Reproduction	03/31/06	Copy Center, D	8.85
		TOTAL IN-HOUSE REPRODUCTION	\$37.00
Telephone Expense	03/31/06	Telecommunications, D	0.51
Telephone Expense	03/31/06	Telecommunications, D	0.49
		TOTAL TELEPHONE EXPENSE	\$1.00
Westlaw	03/02/06	Kohut RD	197.00
		TOTAL WESTLAW	\$197.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	8.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$8.00
		TOTAL MATTER	\$243.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/04/06	0.80	EMAILS FROM/TO AND TELECONFERENCES WITH R. O'NEAL RE INCREASED SALARIED ATTRITION TRENDS AND LOSS OF HIGH POTENTIAL SALARIED EMPLOYEES (0.8).
BUTLER, JR. J	04/10/06	0.70	REVIEW COMPENSATION COMMITTEE MATERIALS WITH D. ALEXANDER AT COMPANY IN TROY (0.3); REVIEW BOOZ ALLEN ENGAGEMENT LETTER (0.4).
BUTLER, JR. J	04/18/06	0.30	REVIEW STATUS AND NEXT STEPS RE BOOZ ALLEN SECTION 363 MOTION (0.3).
BUTLER, JR. J	04/20/06	1.30	PREPARE FOR (0.4) AND PARTICIPATE IN (0.9); TELECONFERENCE MEETING WITH F. KUPLICKI AND B. SAX RE: RSU GRANTS AND RELATED LTIP PROGRAM MATTERS.
BUTLER, JR. J	04/24/06	0.80	PREPARE FOR (0.2) AND ATTEND (0.6) MEETING WITH D. SHERBIN, M. WEBER, K. BUTLER, D. ALEXANDER, F. KUPLICK, B. SAX AND OTHERS AT COMPANY IN TROY RE: RSU GRANTS AND RELATED LTIP PROGRAM MATTERS.
		3.90	
MARAFIOTI KA	04/10/06	0.20	ANALYZE BOOZ ALLEN SECTION 363 ISSUES (0.2).
MARAFIOTI KA	04/13/06	0.50	REVIEW COMMUNICATIONS PACKAGE TO EMPLOYEES AND RELATED CORRESPONDENCE (0.5).
MARAFIOTI KA	04/19/06	0.70	REVIEW AND REVISE BOOZ ALLEN MOTION (0.5) AND ORDER (0.2).
MARAFIOTI KA	04/20/06	0.70	FURTHER WORK ON BOOZ ALLEN PLEADINGS (0.6); REVIEW CLIENT COMMENTS RE: SAME (0.1).
MARAFIOTI KA	04/27/06	0.20	CONSIDER BOOZ ALLEN RETENTION TERMS AND ARRANGEMENTS AND CORRESPONDENCE RE: SAME (0.2).
MARAFIOTI KA	04/28/06	0.20	REVIEW REVISIONS TO BOOZ ALLEN ORDER RE: ENGAGEMENT (0.2).
		2.50	
Total Partner		6.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/10/06	0.80	TELECONFERENCE WITH H. SEIFE RE: BOOZ ALLEN 363 (B) MOTION (0.3); REVIEW AND REVISE MOTION (0.4); MESSAGE TO U.S. TRUSTEE RE: BOOZ ALLEN MOTION (0.1).
MATZ TJ	04/12/06	1.00	TELECONFERENCE FROM H. SEIFE RE: BOOZ ALLEN MOTION (0.2); CONTINUING REVIEW AND PREPARATION OF SAME (0.5); TELECONFERENCE WITH U.S. TRUSTEE RE: BOOZ ALLEN MOTION (0.3).
MATZ TJ	04/13/06	1.90	REVIEW ASPECTS OF BOOZ ALLEN CONTRACT MOTION MOTION (0.4); REVIEW AND REVISE DRAFT BOOZ ALLEN CONTRACT APPROVAL MOTION (1.5).
MATZ TJ	04/18/06	2.30	UPDATE STATUS OF 363 MOTIONS (BOOZ ALLEN AND AT KEARNEY) (0.4); REVIEW CHADBURNE COMMENTS ON BOOZ ALLEN PLEADINGS (0.3); REVIEW KEARNEY MOTION BACKGROUND (0.3); REVIEW AND REVISE BOOZ ALLEN 363 MOTION (1.1); FOLLOW UP WORK RE: MOTION BACKGROUND (0.2).
		6.00	
Total Counsel		6.00	
HERRIOTT AV	04/10/06	0.50	REVIEW AND RESPOND TO EMPLOYEE RELATED ISSUES (0.2); BEGIN DRAFTING 363 MOTION TO APPROVE ENTRY INTO AGREEMENTS WITH BOOZ ALLEN (0.3).
HERRIOTT AV	04/11/06	1.20	CONTINUE DRAFTING MOTION TO ENTER AGREEMENTS WITH BOOZ ALLEN (1.2).
HERRIOTT AV	04/12/06	3.90	CONTINUE DRAFTING MOTION RE: ENTRY OF AGREEMENTS WITH BOOZ ALLEN (3.7); RESPOND TO HOTLINE CALL RE: WORKERS COMPENSATION (0.2).
HERRIOTT AV	04/13/06	3.20	REVIEW AND REVISE MOTION TO ENTER AGREEMENTS WITH BOOZ ALLEN (2.9); RESPOND TO WORKERS COMPENSATION QUESTION FROM EMPLOYEE (0.3).
HERRIOTT AV	04/17/06	2.80	REVIEW AND REVISE BOOZ ALLEN PLEADINGS INCORPORATING PARTIES' COMMENTS (2.8).
HERRIOTT AV	04/18/06	2.40	REVIEW AND REVISE 363 MOTION/ORDER TO ENTER INTO AGREEMENTS WITH BOOZ ALLEN (1.8); RESEARCH RE: 363 LAW (0.6).
HERRIOTT AV	04/19/06	0.60	CONTINUE TO RESPOND TO COMMENTS AND REVISE BOOZ ALLEN PLEADINGS ACCORDINGLY (0.6).
HERRIOTT AV	04/20/06	2.20	CONTINUE REVIEWING AND REVISING BOOZ ALLEN ORDER AND MOTION AND PREPARE PLEADINGS FOR FILING (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/21/06	0.10	CONDUCT FOLLOW UP RE: BOOZ ALLEN PLEADINGS (0.1) .
HERRIOTT AV	04/25/06	0.40	BEGIN EVALUATING REQUEST OF CREDITORS' COMMITTEE FOR REVISIONS TO BOOZ ALLEN ORDER (0.4) .
HERRIOTT AV	04/26/06	0.10	RESPOND TO HOTLINE CALL RE: EMPLOYEES (0.1) .
HERRIOTT AV	04/27/06	1.90	DRAFT REVISIONS TO BOOZ ALLEN ORDER IN RESPONSE TO COMMENTS FROM UCC (1.9) .
HERRIOTT AV	04/28/06	0.80	CONTINUE TO DRAFT LANGUAGE RESPONSIVE TO CREDITORS' COMMITTEE REQUEST RE: BOOZ ALLEN ORDER AND RESPOND TO ADDITIONAL FEEDBACK RE: SAME (0.8) .
HERRIOTT AV	04/29/06	0.10	FOLLOW UP ON EMPLOYEE LETTER TO BANKRUPTCY COURT (0.1) .
		20.20	
STUART NL	04/04/06	3.40	REVIEW BOOZ ALLEN MATERIALS (2.1) ; BEGIN DRAFTING MOTION RE: SAME (1.3) .
STUART NL	04/07/06	1.40	REVISE BOOZ ALLEN MOTION (1.4) .
STUART NL	04/13/06	1.20	REVIEW AND COMMENT ON BOOZ ALLEN MOTION (1.2) .
		6.00	
Total Associate		26.20	
TOTAL TIME		<u>38.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (General)**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	04/28/06	Telecommunications, D	0.87
Telephone Expense	04/28/06	Telecommunications, D	1.10
Telephone Expense	04/28/06	Telecommunications, D	0.03
		TOTAL TELEPHONE EXPENSE	\$2.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	25.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$25.00
Printing to paper from TIF	04/28/06	Copy Center, D	18.00
		TOTAL PRINTING TO PAPER FROM TIF	\$18.00
		TOTAL MATTER	\$45.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
HERRIOTT AV	05/01/06	1.30	CONTINUE TO REVIEW AND REVISE BOOZ ALLEN PLEADINGS (1.2); REVIEW UNEMPLOYMENT TAX ISSUE FOR EMPLOYEES (0.1).
HERRIOTT AV	05/02/06	0.40	CONTINUE TO REVIEW AND REVISE BOOZ ALLEN PLEADINGS (0.3); CONFIRM LEGAL RIGHT TO PAYMENT AS FOUND IN HUMAN CAPITAL FIRST DAY ORDER (0.1).
HERRIOTT AV	05/04/06	0.20	RESEARCH WORKERS COMPENSATION ISSUE FROM HOTLINE TELECONFERENCE (0.1); REVIEW BOOZ ALLEN ORDER (0.1).
HERRIOTT AV	05/05/06	0.40	RESPOND TO WORKERS COMPENSATION HOTLINE QUESTION (0.4).
HERRIOTT AV	05/10/06	2.40	RESPOND TO QUESTIONS FROM THE MEDIA TEAM RE: BENEFITS PROVIDED TO VARIOUS EMPLOYEE GROUPS AS OUTLINED IN EMPLOYEE-RELATED PLEADINGS (2.4).
HERRIOTT AV	05/11/06	0.50	REVIEW HUMAN CAPITAL FIRST DAY PLEADINGS TO ASSIST AND RESPOND TO QUESTION RE: EMPLOYEE HEALTHCARE PROVIDER (0.5).
HERRIOTT AV	05/15/06	0.30	RESPOND TO EMPLOYEE HOTLINE QUESTION RE: RETIREMENT ISSUES (0.3).
HERRIOTT AV	05/17/06	0.30	REVIEW AND REVISE BOOZ ALLEN PROPOSED ORDER (0.3).
HERRIOTT AV	05/18/06	0.60	CONTINUE TO REVIEW AND REVISE BOOZ ALLEN ORDER PER UCC COMMENTS (0.6).
HERRIOTT AV	05/22/06	0.60	DRAFT PROFFER FOR BOOZ ALLEN MOTION IN PREPARATION FOR HEARING (0.6).
HERRIOTT AV	05/23/06	0.30	CONTINUE DRAFTING BOOZ ALLEN PROFFER (0.3).
HERRIOTT AV	05/26/06	0.50	REVIEW AND REVISE BOOZ ALLEN PROFFER (0.5).
		7.80	
KOHUT RD	05/01/06	5.50	ASSISTANCE REVIEWING AND COMPILING 1113 REPLY MOTION FILING (5.5).
KOHUT RD	05/02/06	0.80	COMPILING DOCUMENTS FOR GM DOCUMENT PRODUCTION (0.8).
KOHUT RD	05/22/06	5.00	REVIEW OF COLLECTIVE BARGAINING AGREEMENTS (5.0).
KOHUT RD	05/24/06	0.70	COURT REPORTER RESERVATION CORRESPONDENCE (0.7).
		12.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Associate 19.80

DEMMA J	05/24/06	1.10	PREPARE CASE MATERIALS FOR ATTORNEY REVIEW RE: ERISA (1.1) .
		1.10	
KLIMBK MV	05/19/06	1.90	EMAILS TO/FROM N. CAMPANARIO AND J. GUZZARDO RE: KCEP AND EC PRODUCTION DOCUMENTS (0.3); MEET WITH N. CAMPANARIO RE: SAME (0.3); LOCATE AND ORGANIZE SAME FOR POSSIBLE FUTURE PRODUCTION (0.8); TELECONFERENCE WITH A. ZSOLDOS RE: DEPOSITION TRANSCRIPTS OF S. GRANDSTAFF AND M. SHAW (0.1); RESEARCH RE: SAME (0.4) .
		1.90	
Total Legal Assistant		3.00	

TOTAL TIME 22.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	57.75
In-house Reproduction	05/05/06	Copy Center, D	18.85
In-house Reproduction	05/09/06	Copy Center, D	0.40
		TOTAL IN-HOUSE REPRODUCTION	\$77.00
Telephone Expense	05/26/06	Telecommunications, D	0.96
Telephone Expense	05/26/06	Telecommunications, D	1.03
Telephone Expense	05/26/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$2.00
Reproduction - color	05/09/06	Copy Center, D	1,378.00
		TOTAL REPRODUCTION - COLOR	\$1,378.00
		TOTAL MATTER	\$1,457.00

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John Wm. Butler, Jr. (JB 4711)
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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-10
LEASES (REAL PROPERTY)
565.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Leases (Real Property)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	02/01/06	1.10	CORRESPONDENCE RE: LEASES (0.1); REVIEWED AND REVISED NOTICES OF INTENTION TO ENTER INTO NEW REAL PROPERTY LEASES (0.5); WORK ON OBJECTION TO MOTION DIRECTING DELPHI TO ASSUME OR REJECT CHEROKEE LEASE (0.5).
MARAFIOTI KA	02/02/06	0.20	WORK ON FINAL REVISIONS TO OBJECTION TO CHEROKEE MOTION (0.2).
		1.30	
SPRINGER DE	02/18/06	0.90	REVIEW CORRESPONDENCE RE: APPALOOSA DISCOVERY (0.9).
SPRINGER DE	02/20/06	0.70	REVIEW AND COMMENT ON CHEROKEE DISCOVERY RESPONSES (0.7).
SPRINGER DE	02/27/06	0.50	REVIEW CHEROKEE DISCOVERY ISSUES (0.5).
		2.10	
WEXLER MP	02/01/06	2.90	REVIEW AND COMMENT ON REVISED DRAFT OF OBJECTION TO CHEROKEE MOTION TO ASSUME LEASE (0.6); REVIEW PRECEDENT FOR OBJECTION (0.7); REVIEW AND COMMENT ON NOTICES OF LEASE FOR LAREDO, TEXAS AND DEARBORN, MICHIGAN AND PROCEDURES TO BE FOLLOWED IN CONNECTION THEREWITH (0.9); REVIEW AND COMMENT ON LEASE SUMMARY FOR DEARBORN (0.3); CONSIDER COMMITTEE COMMUNICATIONS RE: LEASE NOTICES (0.4).
WEXLER MP	02/02/06	0.40	REVIEW AND COMMENT ON REVISED OBJECTION TO CHEROKEE MOTION (0.4).
WEXLER MP	02/06/06	0.40	REVIEW STATUS OF AND STRATEGY FOR DISCUSSIONS WITH ATTORNEY FOR CHEROKEE RE: POSSIBLE SETTLEMENT OF MOTION (0.4).
WEXLER MP	02/07/06	0.80	REVIEW LETTER FROM ATTORNEY FOR CHEROKEE RE: DISCOVERY AND REPLY THERETO (0.4); CONSIDER STRATEGY FOR DEALING WITH MOTION (0.4).
WEXLER MP	02/08/06	0.70	REVIEW ISSUES IN CONNECTION WITH LAREDO, TEXAS LEASE AND FOLLOW UP ON INFORMATION REQUIRED FROM LANDLORD (0.7).
WEXLER MP	02/09/06	0.70	REVIEW CORRESPONDENCE FROM ATTORNEY FOR CHEROKEE RE: DISCOVERY REQUESTS AND CONSIDER STRATEGY (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	02/10/06	0.40	REVIEW ISSUES IN CONNECTION WITH ENTERING INTO NEW LEASES AND EXERCISING OPTION TO RENEW (0.3); REVIEW LETTER FROM LANDLORD FOR LAREDO RE: RENTAL INCREASES (0.1).
WEXLER MP	02/13/06	1.50	REVIEW IRVINE, CA LEASE AND CONSIDER ISSUES RE: ENVIRONMENTAL OBLIGATIONS CONTAINED THEREIN (0.7) AND REVIEW CORRESPONDENCE FROM AND TO CLIENT IN CONNECTION THEREWITH (0.6); FOLLOW UP ON LAREDO AND DEARBORN LEASE NOTICE STATUS (0.2).
WEXLER MP	02/14/06	0.90	REVIEW STATUS OF DISCOVERY ISSUES ON CHEROKEE MOTION AND STRATEGY FOR DEALING WITH SAME (0.6); FOLLOW UP ON STATUS OF DEARBORN AND LAREDO LEASES (0.2); REVIEW STATUS OF UNIVERSAL TOOL OBJECTION TO LEASE REJECTION (0.1).
WEXLER MP	02/15/06	0.90	REVIEW DISCOVERY ISSUES IN CONNECTION WITH MOTION OF CHEROKEE TO SHORTEN TIME TO ASSUME LEASE (0.4); CORRESPONDENCE RE: LEASE NOTICES FOR LAREDO AND DEARBORN (0.2); FOLLOW UP WITH K. BERLIN RE: IRVINE, CALIFORNIA LEASE AND ENVIRONMENTAL REPORT (0.3).
WEXLER MP	02/17/06	0.50	REVIEW CORRESPONDENCE FROM CHEROKEE COUNSEL RE: DISCOVERY ISSUES AND CONSIDER STRATEGY THEREFOR (0.5).
WEXLER MP	02/20/06	2.50	PREPARE FOR (0.6); TELECONFERENCE WITH M. HESTER AND C. COMERFORD RE: ENVIRONMENTAL REQUIREMENTS UNDER IRVINE, CALIFORNIA LEASE (1.4); REVIEW AND COMMENT ON RESPONSE TO DISCOVERY REQUEST TO CHEROKEE (0.5).
WEXLER MP	02/22/06	1.00	TELECONFERENCE WITH K. BERLIN RE: ENVIRONMENTAL MATTERS IN CONNECTION WITH REJECTION OF IRVINE, CALIFORNIA LEASE (0.2); REVIEW ISSUES RE: DISCOVERY ON CHEROKEE MOTION TO SHORTEN TIME TO ASSUME (0.4); REVIEW SETTLEMENT OFFER FROM CHEROKEE ATTORNEY AND DISCUSS POTENTIAL (0.4).
WEXLER MP	02/23/06	1.80	REVIEW CORRESPONDENCE FROM CLIENT IN PREPARATION FOR TELECONFERENCE (0.6); TELECONFERENCE WITH M. HESTER, C. COMERFORD, BICKNELL AND OTHERS RE: IRVINE, CALIFORNIA LEASE AND ENVIRONMENTAL MATTERS (0.5); REVIEW CORRESPONDENCE FROM CHEROKEE ATTORNEY RE: DISCOVERY REQUESTS AND APPROPRIATE RESPONSE THERETO (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	02/24/06	1.40	REVIEW AND COMMENT ON SLIDE RE: LEASED PREMISES FOR CREDITORS' COMMITTEE BOOK (0.2); REVIEW STATUS OF DISCOVERY AND STRATEGY FOR RELATED MATTERS FOR CHEROKEE MOTION TO SHORTEN TIME FOR ASSUMPTION OF LEASE AND DOCUMENTS PRODUCED IN CONNECTION THEREWITH (1.2).
WEXLER MP	02/27/06	1.90	REVIEW STRATEGY FOR CHEROKEE DISCOVERY (1.1); TELECONFERENCE WITH M. BROUDE RE: CHEROKEE (0.4); REVIEW CORRESPONDENCE FROM ATTORNEY FOR CHEROKEE AND FOLLOW UP ON STRATEGY FOR DEALING WITH SAME (0.4).
WEXLER MP	02/28/06	0.60	FOLLOW UP ON DISCOVERY AND STRATEGY ISSUES IN CONNECTION WITH CHEROKEE MOTION TO SHORTEN 365(D) (4) (0.6).

19.30

Total Partner

22.70

MATZ TJ	02/01/06	0.50	REVIEW AND REVISE OBJECTION RE: CHEROKEE NORTH KANSAS CITY MOTION (0.5)
MATZ TJ	02/24/06	0.70	REVIEW AND REVISE CHEROKEE MOTION (0.2); REVIEW CORRESPONDENCE RE: CASE (0.3); FOLLOW UP RE: SAME (0.2).
		1.20	
Total Counsel		1.20	

CAMPANARIO ND	02/06/06	3.70	FORMULATE STRATEGY RE: CHEROKEE NORTH KANSAS CITY'S MOTION RE: ASSUMPTION/REJECTION OF LEASE (1.2); REVIEW DOCUMENTS RE: SAME (2.5).
CAMPANARIO ND	02/15/06	1.80	DRAFT STIPULATION AND AGREED PROTECTIVE ORDER GOVERNING DISCOVERY IN CHEROKEE MATTER (1.0); FORMULATE STRATEGY RE: CHEROKEE MATTER (0.8).
CAMPANARIO ND	02/18/06	0.90	REVIEW AND EDIT RESPONSES TO CHEROKEE'S DISCOVERY REQUESTS (0.9).
CAMPANARIO ND	02/20/06	0.50	FORMULATE STRATEGY RE: DISCOVERY RE: CHEROKEE LEASE MOTION (0.5).
CAMPANARIO ND	02/21/06	0.50	ANALYZE CHEROKEE LEASE MOTION (0.5).
CAMPANARIO ND	02/22/06	0.40	FORMULATE DISCOVERY STRATEGY RE: CHEROKEE LEASE MOTION (0.4).
CAMPANARIO ND	02/23/06	0.20	FORMULATE DISCOVERY STRATEGY RE: CHEROKEE LEASE MOTION (0.2).
CAMPANARIO ND	02/24/06	0.30	FORMULATE DISCOVERY STRATEGY RE: CHEROKEE LEASE MOTION (0.3).
CAMPANARIO ND	02/27/06	0.40	FORMULATE DISCOVERY STRATEGY RE: CHEROKEE LEASE MOTION (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

8.70

DANZ CE	02/01/06	4.60	REVISIONS TO THE LEASE NOTICES FOR DEARBORN (0.4); REVISION TO THE LAREDO LEASE NOTICE (0.6); ATTENTION TO SERVICE ISSUES (0.4); REVIEW OF THE LEASE PROCEDURES ORDER (0.5); PREPARED LEASE SUMMARY EXHIBIT AND FOLLOWUP DISCUSSION CONFIRMING THE INFORMATION WITH J. BEAUDOEN (0.8); REVIEW OF THE OBJECTION FILED BY UNIVERSAL TOOL AND CONTINUED TO WORK TOWARDS SETTLEMENT OF ISSUE (0.6); REVIEW OF THE CHEROKEE NORTH KANSAS DRAFT OBJECTION AND DISTRIBUTED THE SAME TO S. CORCORAN AND K. CRAFT (0.4); COMMUNICATION WITH J. JAFFURS AND J. BEAUDOEN RE: CHEROKEE (0.3); COMMUNICATION WITH J. BEAUDOEN RE: THE IRVINE, CA ISSUE (0.6).
DANZ CE	02/02/06	3.40	BEGAN REVIEWING THE IRVINE, CA DOCUMENTS SENT BY THE COMPANY AND ANALYZING ISSUE (1.0); REVIEW OF C. HITCHCOCK'S COMMENTS TO THE CHEROKEE OBJECTION AND THE OBJECTION PAPERS (0.5); COMMUNICATION WITH C. COMERFORD RE: THE CHEROKEE OBJECTION (0.4); REVIEWED AND PREPARED LEASES FOR DEARBORN AND LAREDO FOR OUTSIDE DISTRIBUTION (0.6); DRAFTED COMMUNICATION WITH J. GUGLIELMO AND R. FLETMEYER RE: THE LEASES (0.2); DRAFTED COMMUNICATION TO M. BROUDE RE: THE DEARBORN AND LAREDO LEASES (0.3); COMMUNICATION WITH E. GERSHBEIN AND REVIEW OF SERVICE ON THE DEARBORN AND LAREDO LEASE NOTICES (0.4).
DANZ CE	02/03/06	1.90	COMMUNICATION WITH R. FLETMEYER AND COMMUNICATION WITH J. BEAUDOEN RE: NEED FOR LEASED SPACE AND RELATED FOLLOWUP (0.8); REVIEWED LEASE PROCEDURES ORDER BASED ON QUESTIONS FROM CALL (0.3); REVIEW OF INCOMING CORRESPONDENCE (0.4); COMMUNICATION WITH W. KRYGOWSKI RE: WARREN DISTRIBUTION CENTER (0.4).
DANZ CE	02/06/06	1.60	ATTENTION TO THE CHEROKEE MOTION AND STRATEGY DEVELOPMENT (0.5); TELECONFERENCE FROM D. GARFIELD RE: POSSIBLE SETTLEMENT TO MOTION (0.4); REVIEW OF COMMUNICATION FROM W. KRYGOWSKI ABOUT DELPHI POLICY ON POST PETITION TAX PAYMENTS (0.3); REVIEW OF DEFAULT LETTER FROM WEINGARTEN REALTY AND FOLLOWUP WITH J. BEAUDOEN RE: THE RENT PAYMENTS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	02/07/06	0.50	TELECONFERENCE WITH B. LEFSKI RE: TAX RELATED ISSUES AND RELATED FOLLOWUP (0.5).
DANZ CE	02/08/06	1.20	COMMUNICATION WITH J. GUGLIELMO AND COORDINATED DOCUMENT REQUEST WITH RESPECT TO LEASES WITH J. BEAUDOEN (0.4); REVIEW OF COMMITTEE PRESENTATION FOR DEARBORN OR LAREDO LEASES (0.3); REVIEW OF RECENTLY RECEIVED LEASE INFORMATION FROM DELPHI/JLL (0.5).
DANZ CE	02/09/06	1.40	DISCUSSIONS RE: THE ANDERSON, IN LEASE WITH FTI (J. GUGLIELMO/R. FLETMEYER) AND RELATED REVIEW OF LEASE (0.5); REVIEW OF THE COMMUNICATION FROM NORTH KANSAS, MO LANDLORD AND RELATED STRATEGY PLANNING (0.6); FOLLOWUP DISCUSSIONS WITH J. GUGLIELMO RE: THE ANDERSON, IN LEASES (0.3).
DANZ CE	02/10/06	1.10	DISCUSSION WITH J. BEAUDOEN RE: LAREDO LEASE ISSUE (0.3), REVIEW OF CORRESPONDENCE AND ATTENTION TO STRATEGY (0.8).
DANZ CE	02/13/06	4.60	REVIEW OF COMMUNICATION FROM C. HITCHCOCK (0.3); REVIEW OF LICENSE REJECTION NOTES AND ISSUES LIST (0.3); REVIEWED IRVINE LEASE AND PHASE I ISSUES (0.5); ASSISTED WITH DEVELOPING STRATEGY RE: IRVINE LEASE (1.2); PARTICIPATION IN TELECONFERENCE WITH C. HITCHCOCK, J. BEAUDOEN AND C. COMERFORD RE: LICENSE REJECTION ISSUES, LAND DONATIONS AND REVIEW OF MATERIAL PROVIDED BY C. HITCHCOCK (1.4); FOLLOWUP WITH J. GUGLIELMO AND R. FLETMEYER ON THE LAREDO AND DEARBORN LEASE DISCUSSIONS (0.3); DISCUSSIONS WITH M. OWENS TO RESOLVE THE UTE REJECTION OBJECTION (0.6).
DANZ CE	02/14/06	1.40	FOLLOWUP WORK ON FINALIZING THE SETTLEMENT OF THE UTE REJECTION OBJECTION (0.8); COMMUNICATION WITH UTE COUNSEL M. OWENS (0.3); DISTRIBUTED FINAL LEASE NOTICES ON DEARBORN AND LAREDO TO C. COMERFORD (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	02/15/06	4.10	COMMUNICATION WITH C. COMERFORD AND J. BEAUDOEN RE: THE CHEROKEE MOTION TO COMPEL (0.4); REVIEW OF RECENT CORRESPONDENCE RECEIVED FROM DELPHI (0.8); ATTENTION TO INQUIRY RE: DELPHI SISTEMAS DE ENERGIA (0.3); FOLLOWUP ON THE PROOF OF SERVICE FOR THE LEASE NOTICES FOR DEARBORN AND LAREDO AFTER QUESTIONS AROSE ABOUT PROPER SERVICE (0.5); COMMUNICATION WITH J. BEAUDOEN AND C. COMERFORD RE: LEASES (0.3); REVIEWED THE LAREDO PROOF OF CLAIM FILED BY LANDLORD AND DISTRIBUTED THE SAME TO J. BEAUDOEN AND C. COMERFORD INCLUDING FOLLOWUP AND ADVICE (0.9); REVIEW OF PROCEDURES FOR NOTICE PARTY SERVICE REQUESTS (0.4); MARKUP OF AFFIDAVIT OF SERVICE AND SUPERVISED FILING (0.5).
DANZ CE	02/16/06	3.10	REVIEW OF DELPHI DOCKET (0.4), REVIEW OF UTE OBJECTION WITHDRAW (0.3), CIRCULATED UTE OBJECTION (0.2), CONFIRMED PROPER SERVICE FOR LAREDO AND DEARBORN LEASE NOTICES AND PROPER FILING OF AFFIDAVIT OF SERVICE (0.6), PREPARATION FOR IRVINE, CA STRATEGY CALL (0.4), PARTICIPATION IN DISCUSSIONS RE: STRATEGY AT LEASED LOCATIONS (0.5), DRAFTED LETTER IN RESPONSE TO LANDLORD CLAIM ON LICENSE ISSUE (0.7).
DANZ CE	02/17/06	0.10	REVIEWED MATERIALS RECEIVED FROM C. HITCHCOCK RE: IRVINE, REVIEW OF THE DELPHI DOCKET (0.1).
DANZ CE	02/20/06	3.80	COMMUNICATION WITH B. LUETHGE RE: BOOKING CHARGES AND OTHER BANKRUPTCY TAX RELATED MATTERS CONCERNING REAL ESTATE LEASES AND RELATED FOLLOW UP WITH FTI; (0.9); PARTICIPATED IN IRVINE CONFERENCE CALL WITH M. HESTOR, C. COMERFORD AND C. HITCHCOCK (1.2); REVIEW OF REQUEST FROM C. COMERFORD RE: THE OAK CREEK, WI AMENDMENT AND BEGAN FORMULATING RESPONSE (0.4); COMMUNICATION WITH C. HITCHCOCK RE: RECENT EMAIL COMMUNICATION FOR GENERAL REAL ESTATE RELATED ITEMS (0.4); REVIEW OF THE CASE ADMINISTRATION BINDER FOR POSSIBLE REAL ESTATE MOTION FILING DATES AND TIMING TO RESPOND TO DELPHI REAL ESTATE DEPARTMENT REQUESTS (0.5); REVIEW OF INCOMING CORRESPONDENCE RELATING TO CASE ADMINISTRATION ASPECTS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	02/22/06	5.90	REVIEWED BRIGHTON, MI FILE (0.7); DRAFTED REVISED LANGUAGE FOR THE BRIGHTON, MI LEASE RENEWAL AND DISCUSSED NEED FOR COURT APPROVAL (0.8); REVIEW OF THE CHEROKEE MOTION SETTLEMENT OFFER (0.5); DISCUSSION OF OFFER WITH J. BEAUDOEN AND RELATED REVIEW OF MOTION AND BACKUP DOCUMENTS INCLUDING LEASE (0.9); DISCUSSIONS RE: GENERAL CLAIM ADMINISTRATION PROCEDURES WITH REAL ESTATE DEPARTMENT (J. BEAUDOEN AND C. COMERFORD) AND CONFIRMED CLAIMS PROCESS (0.8); REVIEWED LAREDO LEASE (0.7); REVISED LAREDO CLAIM LANGUAGE AND CONFIRMED DISCUSSIONS WITH COMMITTEE (1.0); REVIEWED COMMUNICATION FROM C. HITCHCOCK RE: 655 N. RIVER ROAD, WARREN, OH LEASE LOCATION AND DOCUMENTED FILE (0.5).
DANZ CE	02/23/06	3.10	REVIEW OF COMMUNICATION FROM C. HITCHCOCK RE: LAUREL, MS PROPERTY AND RELATED ISSUES (0.4); ATTENTION TO DEVELOPING STRATEGY AND RESEARCHING ISSUE AT LAUREL (0.8); REVIEW OF CHEROKEE COMMUNICATION RE: DOCUMENT PRODUCTION (0.5); ASSISTED WITH RESPONSE TO CHEROKEE'S DISCOVERY REQUEST AND RELATED DISCUSSIONS WITH J. BEAUDOEN RE: LEASE (0.6); PARICIPATION IN THE IRVINE, CA LEASE CALL AND RELATED PREPARATION (0.8).
DANZ CE	02/24/06	2.40	PREPARATION OF REAL ESTATE MATTERS SLIDES (0.5); CONFIRMED RECENT REAL ESTATE MATTER STATUS AND ADVISED OF THE SAME (0.2); REVISED SLIDES WITH COMMENTS (0.3); DRAFTED SUMMARY FOR COMMITTEE ON OPUS WEST RECENT DEVELOPMENTS (0.4); GENERAL ATTENTION TO STRATEGY ON CHEROKEE ISSUE AND TRIAL PREPARATION (1.0).
DANZ CE	02/27/06	4.20	STRATEGY DISCUSSION RE: CHEROKEE'S MOTION AND RELATED FOLLOW UP (1.4); TELECONFERENCES TO C. COMERFORD RE: ISSUE AND DISCOVERY REQUESTS (0.7); REVIEW OF OTHER PRECEDENT AND POSSIBLE SETTLEMENT OFFERS (0.9); COMMUNICATIONS WITH J. BEAUDOEN RE: CHEROKEE SETTLEMENTS, PRODUCT LINES, BUSINESS CONCERNS AT SPECIFIC PROPERTY (0.5); ATTENTION TO CASE ADMINISTRATION MATTERS AND REVIEW OF UPDATED IMPORTANT DATES FOR REAL ESTATE PLANNING PURPOSES IN RESPONSE TO REQUEST OF COMPANY (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	02/28/06	2.30	DISCUSS WITH C. COMERFORD RE: THE TROY, MI NEW LEASE AND STRATEGY RELATING THERETO (0.4); REVIEW OF TROY MATERIALS INCLUDING LEASE (0.6); REVIEW OF LEASE PROCEDURES ORDER (0.4); COMMUNICATION WITH C. COMERFORD RE: THE CHEROKEE DISCOVERY ISSUES (0.4); TELECONFERENCE WITH J. BEAUDOEN RE: BUSINESS ISSUES AT CHEROKEE (0.5).
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50.70

KAHN MT	02/07/06	12.80	RESEARCH RE: 363 SALE ISSUES (10.0); TELECONFERENCE WITH DELPHI RE: 363 SALE ISSUES (1.3); ANALYZE CONTRACTS FOR POSSIBLE REJECTION (1.5).
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KAHN MT	02/08/06	11.70	RESEARCH RE: 363 SALE ISSUES (7.4); ANALYZE CONTRACTS RE: POSSIBLE REJECTION (3.3); TELECONFERENCE RE: 363 SALE ISSUES (1.0).
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KAHN MT	02/09/06	4.50	ANALYZE CONTRACTS AND STRATEGIZE RE: NEXT STEPS (4.5).
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29.00

MEISLER RE	02/01/06	0.80	REVIEW CHEROKEE DOCUMENT REQUEST (0.5); REVIEW NOTICE RE: ENTRY INTO NEW LEASE (0.3).
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MEISLER RE	02/02/06	1.60	REVIEW CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION OF KANSAS CITY LEASE AND REVIEWED DEBTOR'S OBJECTION RE: SAME (1.6).
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MEISLER RE	02/06/06	2.50	TELECONFERENCE WITH K. CRAFT RE: LAREDO LEASE (0.2); TELECONFERENCE WITH C. DANZ RE: SAME (0.3); ATTENTION TO SAME (0.3); CONTINUED WORKING ON CONTESTING CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION (1.7).
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MEISLER RE	02/07/06	1.60	PREPARATION FOR CONTESTED MATTER RE: CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.6).
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MEISLER RE	02/09/06	0.80	REVIEWED CHEROKEE PLEADINGS AND DRAFTED NOTES RE: POTENTIAL DISCOVERY MATTERS (0.8).
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MEISLER RE	02/13/06	0.20	REVIEWED AND EDITED SUMMARY RE: POTENTIAL REAL ESTATE TRANSACTION (0.2).
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MEISLER RE	02/14/06	0.10	CONTINUE TO REVIEW CHEROKEE DOCUMENT REQUEST (0.1).
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MEISLER RE	02/17/06	0.20	CONTINUE TO REVIEW CHEROKEE DOCUMENT REQUEST (0.2).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/21/06	0.80	CONTINUE TO REVIEW CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.8).
MEISLER RE	02/22/06	0.90	CONTINUED WORKING ON CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.9).
MEISLER RE	02/23/06	1.00	CONTINUED TO WORK ON CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION (0.9); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1).
MEISLER RE	02/24/06	1.00	TELECONFERENCE WITH S. CORCORAN RE: CHEROKEE (0.2); WORK ON SAME (0.8).
MEISLER RE	02/27/06	1.90	REVIEW NEXT STEP ON CHEROKEE CONTESTED HEARING (1.4); TELECONFERENCE WITH D. SPRINGER RE: SAME (0.3); TELECONFERENCE WITH M. BROUDE RE: SAME (0.2).
MEISLER RE	02/28/06	0.40	REVIEW AND COMMENT ON CHEROKEE SUPPLEMENTAL OBJECTION (0.4).
		13.80	
MICHELI MJ	02/01/06	2.80	ANALYSIS OF CHEROKEE CORRESPONDENCE (0.3); CONTINUED ANALYSIS OF CHEROKEE'S MOTION (0.4); BEGAN REVISIONS TO CHEROKEE OBJECTION RE: COMMENTS RECEIVED (2.1).
MICHELI MJ	02/02/06	5.00	IN CONNECTION WITH CHEROKEE OBJECTION, CONTINUED RESEARCH RE: CAUSE (1.3); CONTINUED REVISIONS TO CHEROKEE OBJECTION RE: COMMENTS RECEIVED (2.7); FINAL REVIEW OF CHEROKEE OBJECTION IN PREPARATION OF FILING (0.6); PREPARE EXHIBITS TO CHEROKEE OBJECTION FOR FILING (0.3); TELECONFERENCE WITH C. COMERFORD RE: CHEROKEE OBJECTION (0.1).
MICHELI MJ	02/05/06	0.20	DRAFTED SCRIPT RE: CHEROKEE MOTION TO COMPEL ASSUMPTION OF LEASE (0.2).
MICHELI MJ	02/06/06	7.40	CONTINUED DRAFTING SCRIPT RE: CHEROKEE MOTION TO COMPEL ASSUMPTION OF LEASE (1.1); TELECONFERENCES WITH D. GARFIELD RE: CHEROKEE MOTION TO COMPEL ASSUMPTION OF LEASE (0.1, 0.3, 0.2); ANALYSIS OF CHEROKEE PLEADINGS RE: MOTION TO COMPEL ASSUMPTION OF LEASE (1.6); TELECONFERENCE WITH N. CAMPANARIO RE: SAME (0.4); DRAFTED CHEROKEE PROFFER (0.8); BEGAN DRAFTING LETTER TO CHEROKEE RE: EVIDENTIARY HEARING AND REQUEST FOR PRODUCTION OF DOCUMENTS AND WITNESSES (2.1); BEGAN REVISIONS TO SAME RE: COMMENTS RECEIVED (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/07/06	1.60	REVIEW EXHIBITS TO CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.2); TELECONFERENCES WITH D. GARFIELD RE: CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.2, 0.1); DRAFTED CORRESPONDENCE TO D. GARFIELD RE: SAME (0.2); TELECONFERENCE WITH M. WEXLER RE: SAME (0.2); REVIEW PLEADINGS IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.2); ANALYSIS OF STATUS OF CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.5).
MICHELI MJ	02/08/06	0.10	REVIEW STATUS OF CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.1).
MICHELI MJ	02/09/06	0.30	REVIEW LETTER RECEIVED FROM D. GARFIELD RE: CHEROKEE (0.3).
MICHELI MJ	02/10/06	0.20	REVIEW CORRESPONDENCE RE: CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE AND DISCOVERY MATTERS (0.2).
MICHELI MJ	02/15/06	1.20	TELECONFERENCE WITH C. COMERFORD, C. HITCHCOCK, C. DANZ AND N. CAMPANARIO RE: DISCOVERY REQUESTS REATED TO CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.6); CORRESPONDENCE WITH C. COMERFORD RE: SAME (0.1); REVIEW CHEROKEE'S DISCOVERY REQUESTS (0.2); TELECONFERENCE WITH D. GARFIELD RE: SAME (0.3).
MICHELI MJ	02/16/06	0.60	DRAFTED CORRESPONDENCE TO GROUP RE: MEET AND CONFER WITH CHEROKEE'S COUNSEL (0.6).
MICHELI MJ	02/17/06	2.80	CORRESPONDENCE WITH S. CORCORAN RE: RESPONSES TO CHEROKEE'S DISCOVERY REQUESTS (0.6); REVIEW RESPONSES AND COMMENTS RECEIVED (0.3); BEGAN DRAFTING RESPONSES TO CHEROKEE'S DISCOVERY REQUESTS (1.9).
MICHELI MJ	02/20/06	1.80	CONTINUED DRAFTING DISCOVERY RESPONSES TO CHEROKEE'S REQUESTS (0.9); BEGAN REVISIONS TO DISCOVERY RESPONSES TO CHEROKEE'S REQUESTS (0.5); REVIEW PROTECTIVE ORDER TO BE SENT TO CHEROKEE (0.4).
MICHELI MJ	02/21/06	1.20	CONTINUED ANALYSIS OF CHEROKEE'S DISCOVERY REQUEST (0.4); CONTINUED DRAFTING REVISIONS TO DEBTORS OBJECTIONS RE: SAME (0.6); CORRESPONDENCE WITH C. COMERFORD RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/22/06	2.50	REVIEW ALL CORRESPONDENCE RE: CHEROKEE MATTERS SINCE MOTION WAS FILED (1.7); TELECONFERENCES WITH C. COMERFORD (0.1, 0.1); REVIEW AND ANALYSIS OF CHEROKEE'S SETTLEMENT OFFER (0.4); CORRESPONDENCE WITH S. CORCORAN AND C. COMERFORD RE: DOCUMENT PRODUCTION (0.2).
MICHELI MJ	02/23/06	5.00	REVIEW CORRESPONDENCE IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.3); ANALYSIS OF DISCOVERY MATTERS IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.5); TELECONFERENCE WITH S. CORCORAN (0.2), C. COMERFORD (0.1, 0.2); REVIEW AND REVISE DISCOVERY RESPONSES IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.7); REVIEW AND REVISE DOCUMENT REQUEST MEMO IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.5); DRAFT MATERIALS FOR COMMITTEE PRESENTATION IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.5).
MICHELI MJ	02/27/06	5.80	REVIEW CORRESPONDENCE IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.1); MEETING WITH M. WEXLER RE: STATUS OF DISCOVERY (0.3); ANALYSIS OF DISCOVERY MATTERS IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.1); TELECONFERENCE WITH D. GARFIELD RE: SAME (0.1); DRAFTED CORRESPONDENCE IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.2); BEGAN REVIEW OF DOCUMENTS PRODUCED BY CHEROKEE IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.4); BEGAN DRAFTING SUPPLEMENTAL OBJECTION IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (2.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ 02/28/06 4.10 BEGAN REVISIONS TO OBJECTION IN
CONNECTION WITH CHEROKEE MOTION TO
COMPEL ASSUMPTION OR REJECTION OF
LEASE (1.4); REVIEW DISCOVERY ISSUES
IN CONNECTION WITH CHEROKEE MOTION TO
COMPEL ASSUMPTION OR REJECTION OF
LEASE (0.6); CONTINUED REVISIONS TO
OBJECTION RE: COMMENTS RECEIVED
(1.7); TELECONFERENCE WITH N.
CAMPANARIO RE: SAME (0.3);
TELECONFERENCE WITH D. GARFIELD RE:
SAME (0.1).

42.60

Total Associate 144.80

SALAZAR AG	02/01/06	0.50	SERVE LEASE NOTICE (0.5).
SALAZAR AG	02/15/06	1.30	DRAFT AFFIDAVIT OF SERVICE FOR LEASE NOTICES (1.3).
		1.80	
Total Legal Assistant		1.80	

TOTAL TIME 170.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Leases (Real Property)**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/17/06	Copy Center, D	2.00
		TOTAL IN-HOUSE REPRODUCTION	\$2.00
Telephone Expense	02/24/06	Telecommunications, D	0.90
Telephone Expense	02/24/06	Telecommunications, D	1.10
		TOTAL TELEPHONE EXPENSE	\$2.00
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	9.19
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	22.07
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	4.43
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	0.31
		TOTAL VENDOR HOSTED TELECONFERENCING	\$36.00
		TOTAL MATTER	\$40.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Leases (Real Property)**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
SPRINGER DE	03/02/06	0.70	WORKING GROUP CONFERENCES RE: CHEROKEE MATTER, INCLUDING REVIEW OF DOCUMENTS (0.7).
SPRINGER DE	03/03/06	1.20	PREPARATION FOR AND CONDUCT MEET AND CONFER RE: CHEROKEE MATTER (1.2).
SPRINGER DE	03/23/06	0.90	REVIEW CHEROKEE CORRESPONDENCE AND RELATED MATERIALS (0.7); ATTENTION TO REQUEST FROM M. MCDERMOTT FOR EXHIBITS (0.2).
SPRINGER DE	03/24/06	1.70	REVIEW DOCUMENTS TO BE PRODUCED IN CHEROKEE (0.7); TELEPHONE CONFERENCES RE: CHEROKEE DOCUMENT PRODUCTION REQUESTS (1.0).
SPRINGER DE	03/27/06	2.50	REVIEW CHEROKEE DOCUMENT PRODUCTIONS (0.7); CONFERENCE RE: CHEROKEE DEPOSITIONS (0.7); REVIEW CHEROKEE CORRESPONDENCE (0.6); REVIEW CHEROKEE DOCUMENT PRODUCTION (0.5).
SPRINGER DE	03/28/06	0.90	REVISIONS TO CHEROKEE DOCUMENT REQUESTS AND TELEPHONE CONFERENCES RE: SAME (0.9).
		7.90	
WEXLER MP	03/01/06	2.30	REVIEW AND COMMENT ON DRAFT OF SUPPLEMENTAL OBJECTION TO CHEROKEE MOTION (0.4); REVIEW STATUS AND STRATEGY OF LEASE ISSUES, INCLUDING FOR COLUMBIA, TENNESSEE (0.4); PARTICIPATE IN STRATEGY TELECONFERENCE RE: FILING OF SUPPLEMENTAL OBJECTION TO CHEROKEE MOTION (0.4); PARTICIPATE IN STRATEGY TELECONFERENCE RE: DELIVERABLE UNDER DISCOVERY REQUEST (0.3); REVIEW CORRESPONDENCE FROM CHEROKEE ATTORNEY RE: DISCOVERY ISSUES AND CONSIDER RESPONSE THERETO (0.3); REVIEW ISSUES RE: DOCUMENTS PRODUCED FOR CHEROKEE (0.5).
WEXLER MP	03/02/06	1.10	REVIEW TWO LETTERS FROM ATTORNEY FOR CHEROKEE (0.3) AND CONSIDER STRATEGY FOR RESPONDING THERETO AND FOR DEALING WITH DISCOVERY ISSUES (0.8).

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WEXLER MP	03/03/06	2.80	PREPARE FOR (0.4); PARTICIPATE IN CONFERENCE CALL WITH ATTORNEY FOR CHEROKEE RE: DISCOVERY ISSUES AND POSSIBLE SETTLEMENT OF MOTION (1.1); FOLLOW UP ON MATTERS DISCUSSED (0.4); REVIEW AND COMMENT ON CORRESPONDENCE TO CHEROKEE ATTORNEY RE: "MEET AND CONFER" CALL AND RESPONSE THERETO (0.6); REVIEW COLUMBIA, TENNESSEE LEASE ISSUES AND STRATEGY (0.3).
WEXLER MP	03/06/06	1.10	REVIEW CORRESPONDENCE FROM CHEROKEE ATTORNEY RE: DISCOVERY AND HEARING ISSUES AND CONSIDER STRATEGY FOR RESPONSE (0.7); REVIEW RESPONSE TO TERMINATION AND EVICTION NOTICE ON COLUMBIA, TENNESSEE PROPERTY AND FOLLOW UP ON STRATEGY FOR SAME (0.4).
WEXLER MP	03/07/06	0.90	REVIEW CORRESPONDENCE RE: COLUMBIA, TENNESSEE LEASE AND CONSIDER STRATEGY IN CONNECTION THEREWITH (0.4); REVIEW CORRESPONDENCE WITH ATTORNEY FOR CHEROKEE RE: DISCOVERY AND HEARING ISSUE AND REVIEW OF STRATEGY (0.5).
WEXLER MP	03/09/06	0.20	REVIEW AND COMMENT ON CORRESPONDENCE TO ATTORNEY FOR LANDLORD OF WARREN, OHIO RE: AUTOMATIC STAY ISSUES (0.2).
WEXLER MP	03/13/06	1.00	REVIEW PROPOSAL FROM COLUMBIA, TENNESSEE LANDLORD FOR MONTH TO MONTH SPACE AND CONSIDER STRATEGY FOR DEALING WITH SAME (0.6); REVIEW CORRESPONDENCE FROM AND WITH CLIENT RE: LEASING ISSUES (0.4).
WEXLER MP	03/15/06	1.20	REVIEW SETTLEMENT PROPOSAL OF COLUMBIA, TENNESSEE LANDLORD, CORRESPONDENCE RE: MARKET AND RELATED ISSUES AND STRATEGY FOR OUR RESPONSE (0.7); REVIEW CORRESPONDENCE FROM WARREN, OHIO LANDLORD AND STRATEGY FOR DEALING WITH SAME (0.3); REVIEW STATUS OF CHEROKEE DISCOVERY AND CORRESPONDENCE RELATING THERETO (0.2).
WEXLER MP	03/16/06	0.40	REVIEW STATUS OF LEASE ISSUES, INCLUDING COLUMBIA, TENNESSEE, CHEROKEE, AND WARREN, OHIO AND POTENTIAL NEW LEASES (0.4).
WEXLER MP	03/20/06	1.20	REVIEW ISSUES RE: COLUMBIA, TENNESSEE LEASE OF TEMPORARY SPACE, INCLUDING REVIEW AND RESPOND TO EMAIL CORRESPONDENCE FROM CLIENT AND LANDLORD ATTORNEY (0.6); TELECONFERENCE WITH J. BEAUDOEN RE: STRATEGY (0.2); REVIEW SETTLEMENT PROPOSAL FROM LANDLORD AND CONSIDER STRATEGY RE: SAME (0.4).

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WEXLER MP	03/21/06	0.90	REVIEW CORRESPONDENCE TO COLUMBIA, TENNESSEE ATTORNEY AND CONSIDER STRATEGY FOR RESPONSE TO PROPOSAL (0.2); REVIEW DISCOVERY ISSUES FOR CHEROKEE AND CONSIDER STRATEGY FOR DEALING WITH SAME (0.4); TELECONFERENCE WITH J. BEAUDOEN AND A. SOKOL RE: COLUMBIA, TENNESSEE AND STRATEGY FOR DEALING WITH NEW LEASE ISSUES (0.3).
WEXLER MP	03/22/06	0.50	REVIEW CORRESPONDENCE FROM CHEROKEE ATTORNEY RE: DISCOVERY MADE TO DATE AND CONSIDER STRATEGY FOR RESPONDING TO SAME (0.2); REVIEW ISSUES PERTAINING TO ADDITIONAL SPACE AT COLUMBIA, TENNESSEE AND MONTH TO MONTH REQUIREMENTS FOR LEASING SAME (0.3).
WEXLER MP	03/25/06	0.30	REVIEW SUMMARY OF CHEROKEE DEPOSITIONS AND CONSIDER STRATEGY FOR GOING FORWARD (0.3).
WEXLER MP	03/26/06	0.60	REVIEW SETTLEMENT PROPOSAL FROM CHEROKEE AND CORRESPONDENCE AND CONSIDER STRATEGY FOR RESPONSE TO SAME (0.6).
WEXLER MP	03/27/06	0.60	REVIEW AND COMMENT ON PROPOSED STIPULATION FOR CHEROKEE LITIGATION AND OTHER DISCOVERY ISSUES AND FOLLOW UP ON CLIENT RESPONSE THERETO (0.3); FOLLOW UP ON COLUMBIA, TENNESSEE STATUS OF LEASE APPROVAL AND STRATEGY (0.3).
WEXLER MP	03/28/06	0.20	REVIEW CORRESPONDENCE FROM CHEROKEE ATTORNEY RE: DISCOVERY ISSUES AND CONSIDER STRATEGY FOR DEALING WITH SAME (0.2).
WEXLER MP	03/30/06	2.30	REVIEW CORRESPONDENCE FROM ATTORNEY FOR COLUMBIA, TENNESSEE LANDLORD AND STRATEGY FOR RESPONSE TO SAME (0.3); TELECONFERENCE WITH J. BEAUDOEN RE: COLUMBIA, TENNESSEE LEASE ISSUES (0.2); REVIEW STATUS OF CHEROKEE DISCOVERY AND COMMITTEE RESPONSE TO SAME (0.2); TELECONFERENCE AND CORRESPONDENCE WITH C. COMERFORD RE: EXTENSION OF MEIJER DRIVE LEASE (0.4) AND FOLLOW UP ON SAME (0.3); REVIEW AND COMMENT ON LETTER TO COLUMBIA, TENNESSEE LANDLORD RE: NEW LEASE ON TEMPORARY SPACE (0.4); TELECONFERENCE WITH J. GUGLIELMO OF FTI RE: COLUMBIA LEASE ISSUES AND STATISTICS (0.3) AND REVIEW INFORMATION DELIVERED TO CREDITORS COMMITTEE RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	03/31/06	0.30	DRAFT CORRESPONDENCE TO ATTORNEY FOR LANDLORD OF COLUMBIA, TENNESSEE PLANT AND DISCUSS WITH J. BEAUDOEN (0.3).
		17.90	
Total Partner		25.80	
CAMPANARIO ND	03/01/06	0.70	REVIEW AND EDIT SUPPLEMENTAL OBJECTION TO CHEROKEE'S LEASE MOTION (0.5); TELECONFERENCE WITH CHEROKEE'S COUNSEL, D. GARFIELD, RE: PROTECTIVE ORDER (0.2).
CAMPANARIO ND	03/14/06	0.30	TELECONFERENCES WITH CHEROKEE'S COUNSEL, D. GARFIELD, RE: DEPOSITIONS IN CONNECTION WITH CHEROKEE LEASE MOTION (0.3).
CAMPANARIO ND	03/21/06	3.10	DRAFT OUTLINE FOR DEPOSITION OF W. KERR, ONE OF CHEROKEE'S WITNESSES WITH RESPECT TO CHEROKEE LEASE MOTION (3.1).
CAMPANARIO ND	03/23/06	2.60	DEPOSE W. KERR IN CONNECTION WITH CHEROKEE LEASE MOTION (1.1); FORMULATE STRATEGY RE: DEPOSITION OF K. HO IN CONNECTION WITH CHEROKEE LEASE MOTION (1.5).
CAMPANARIO ND	03/24/06	2.10	ATTEND DEPOSITION OF K. HO IN CONNECTION WITH CHEROKEE LEASE MOTION (2.1).
CAMPANARIO ND	03/30/06	1.00	REVIEW TRANSCRIPT OF K. HO DEPOSITION IN CONNECTION WITH CHEROKEE LEASE MOTION (1.0).
CAMPANARIO ND	03/31/06	1.80	BEGIN DRAFTING MEMORANDUM RE: W. KERR'S DEPOSITION TESTIMONY IN CONNECTION WITH CHEROKEE LEASE MOTION (1.8).
		11.60	
DANZ CE	03/01/06	2.40	EFFORTS TOWARDS OBTAINING DISCOVERY RE: THE CHEROKEE MOTION (0.4); TELECONFERENCES/EMAIL WITH C. COMERFORD (0.4); ATTENTION TO DEVELOPING STRATEGY (0.6); ATTENTION TOWARDS THE SUPPLEMENTAL CHEROKEE OBJECTION (0.5); REVIEW OF COURT DOCKET FOR LEASE RELATED FILINGS IN FOLLOWUP TO LANDLORD INQUIRY (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	03/02/06	3.50	TELECONFERENCES WITH J. BEAUDOEN, C. COMERFORD AND C. HITCHCOCK RE: LAUREL, MISSISSIPPI AND REVIEW OF DOCUMENTS RELATING THERETO (1.1); TELECONFERENCE WITH S. FARMIA RE: LEASE POST PETITION OBLIGATION QUESTION (0.2); REVIEW OF DISCOVERY SUBMISSIONS (0.4); ATTENTION TO DISCOVERY SCHEDULE (0.3); CONTINUE REVIEW OF THE NORTH KANSAS LEASE (0.6); EVALUATE SETTLEMENT PROPOSALS FOR NORTH KANSAS LOCATION (0.9).
DANZ CE	03/03/06	4.90	PARTICIPATE IN TELECONFERENCE WITH D. GARFIELD RE: NORTH KANSAS LOCATION AND RELATED PREPARATION FOR CALL (1.1); DISCUSSIONS WITH J. BEAUDOEN RE: NORTH KANSAS AND OTHER LEASE RELATED INQUIRIES AND DRAFTED SUMMARIES (0.5); COMMUNICATION WITH C. HITCHCOCK RE: LAUEL, MISSISSIPPI AND ATTENTION TO RETURNING ORIGINAL DEED (0.4); CONTINUE REVIEW OF NORTH KANSAS LEASE FOR FACTUAL DISCREPANCIES WITH DISCOVERY (0.8), CONTINUE RESEARCH INTO THE LAUREL, MISSISSIPPI LEASE ISSUE (1.4), REVIEW OF RECENTLY RECEIVED COMPANY DOCUMENTS RE: LAUREL, MISSISSIPPI LEASE ISSUE (0.7).
DANZ CE	03/06/06	2.10	TELECONFERENCE WITH C. JACKSON RE: LEASE QUESTIONS (0.3), TELECONFERENCE WITH J. BEAUDOEN RE: THE COLUMBIA, TN LEASE PROPERTY (0.4), COMMUNICATION WITH A. CARGILE RE: THE COLUMBIA PROPERTY (0.3), DRAFT LETTER TO A. CARGILE (1.1).
DANZ CE	03/07/06	5.00	RESEARCH AND REVIEW OF LEASE FOR COLUMBIA, TENNESSEE LEASE ISSUE (1.2); TELECONFERENCES/EMAIL WITH A. CARGILL RE: LEASE DISPUTE (0.4); COMMUNICATION WITH J. BEAUDOEN AND C. COMERFORD RE: COLUMIBA, TN ISSUES (0.6); ATTENTION TO DEVELOPING STRATEGY RE: WARREN, OHIO ISSUE (0.4); TELECONFERENCE WITH W. KRYGOSKI (0.4); REVIEW OF THE WARREN, OHIO LEASE DISPUTE DOCUMENTS (0.5); DRAFT LETTER TO LANDLORD'S COUNSEL ON WARREN, OHIO (1.1), REVIEW OF THE DIP FINANCING ORDER (0.4).
DANZ CE	03/08/06	1.50	REVIEW OF THE WARREN, OHIO ISSUE AND REVIEW OF PRECEDENT (0.8), TELECONFERENCE WITH J. BEAUDOEN (0.4), ATTENTION TO LEASE RELATED CORRESPONDENCE (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	03/09/06	3.90	REVIEW OF DOCKET AND RECENTLY RECEIVED CORRESPONDENCE (0.5); DISCUSSIONS RE: THE WARREN, OHIO LEASE ESCROW DISPUTE ISSUE (0.4); REDRAFT LETTER TO LANDLORD'S ATTORNEY AND DISTRIBUTED THE SAME (1.3); REVIEW OF THE CHEROKEE DISCOVERY AND LEASE ISSUE (0.6); COMMUNICATIONS WITH A. CARGILE ON THE COLUMBIA, TN LEASE DISPUTE AND EVICTION THREAT (0.8); COMMUNICATION WITH J. BEAUDOEN (0.3).
DANZ CE	03/13/06	1.70	CONTINUE ATTENTION TO THE COLUMBIA, TN EVICTION ISSUE (0.4); CONTINUE DISCUSSIONS RE: THE LAUREL IRR BOND ISSUANCE AND ATTENTION TO DEVELOPING STRATEGY REGARDING THE MATTER (0.8); REVIEW OF RECENT MEMOS CONCERNING TRUE LEASE CASES (0.5).
DANZ CE	03/14/06	2.10	PREPARATION OF CORRESPONDENCE TO A. CARGILE (0.9), DRAFT LETTER TO CSX AND DISTRIBUTE DOCUMENT FOR COMMENTS (1.2).
DANZ CE	03/15/06	3.20	PREPARATION FOR AND PARTICIPATION ON CALL WITH C. COMERFORD RE: THE LAUREL, MS IRR BOND ISSUE AND OTHER LEASE RELATED ITEMS (0.8); REVIEW OF RECENTLY RECEIVED CORRESPONDENCE AND FOLLOWUP COMMUNICATION WITH C. COMERFORD RE: THE SAME (0.3); CONTINUE ATTENTION TO THE CHEROKEE DISCOVERY PROCESS AND COMMUNICATION WITH C. COMMERFORD RE: THE SAME (0.6); CONTINUE DISCUSSIONS RE: COLUMBIA, TN LEASE EVICTION AND DISCUSSIONS WITH C. COMERFORD RE: THE SAME (0.7); CONTINUE RESEARCH - 2ND CIRCUIT CASES RE: THE COLUMBIA, TN ISSUE (0.8).
DANZ CE	03/16/06	2.90	TELECONFERENCE WITH J.GUGLIELMO RE: AUCTION PROCESSES (0.4); FOLLOW-UP DISCUSSION WITH B. EICHENLAUB (0.2); REVIEW OF AUTHORITY FOR EQUIPMENT ACTIONS (0.5); REVIEW OF DISCOVERY RELATING TO THE NORTH KANSAS PROPERTY (0.4); ATTENTION TO DRAFTING MATTER SUMMARY MEMO (0.7); COORDINATE LEASE NOTICES (0.4); REVIEW ALL RECENTLY RECEIVED CORRESPONDENCE (0.3).
		33.20	
MEISLER RE	03/01/06	1.30	REVIEW AND COMMENT ON SUPPLEMENTAL OBJECTION TO CHEROKEE MOTION TO COMPEL (0.5); CONTINUE ANALYSIS OF SAME (0.3); REVIEW DOCUMENTS PRODUCED RE: SAME (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/02/06	0.90	CONTINUE ANALYSIS OF CHEROKEE MATTER AND DOCUMENT PRODUCTION (0.8); CONFERENCE WITH S. CORCORAN RE: SAME (0.1).
MEISLER RE	03/03/06	1.80	REVIEW DISCOVERY REQUEST AND RESPONSES THERETO RE: CHEROKEE (1.8).
MEISLER RE	03/04/06	0.20	CONTINUE ATTENTION TO CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION (0.2).
MEISLER RE	03/06/06	1.80	CONTINUE ANALYSIS OF CHEROKEE'S DISCOVERY REQUEST (1.6); TELECONFERENCES WITH S. CORCORAN RE: SAME (0.1, 0.1).
MEISLER RE	03/07/06	1.40	CONTINUE TO WORK ON CHEROKEE RE: STRATEGY (1.4).
MEISLER RE	03/08/06	1.20	REVIEW AND REVISE SCRIPT RE: CHEROKEE (0.3); CONTINUE ATTENTION TO DISCOVERY MATTERS RE: SAME (0.9).
MEISLER RE	03/09/06	0.70	TELECONFERENCE WITH S. CORCORAN RE: CHEROKEE DISCOVERY (0.2); ATTENTION TO SAME (0.5).
MEISLER RE	03/14/06	0.20	ATTENTION TO CAPITAL LEASE V. TRUE LEASE ANALYSIS (0.2).
MEISLER RE	03/15/06	1.30	REVIEW CORRESPONDENCE RE: LANDLORD OF WARREN, OHIO FACILITY (0.2); REVIEW AND ANALYZE LANDLORD'S POSITION RE: COLUMBIA, TN LEASE (0.6); REVIEW CHEROKEE LEASE (0.5).
MEISLER RE	03/16/06	0.90	CONTINUE TO CONSIDER STRATEGY RE: CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION (0.3); REVIEW STATUS OF DISCOVERY REQUEST RE: SAME (0.6).
MEISLER RE	03/18/06	0.30	WORK ON CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION (0.3).
MEISLER RE	03/22/06	0.70	REVIEW AND ANALYSIS OF WARREN, OHIO AND COLUMBIA, TENNESSEE LEASES (0.3); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.4).
MEISLER RE	03/24/06	0.20	TELECONFERENCE WITH C. COMERFORD RE: CHEROKEE (0.1); CONFERENCE WITH S. CORCORAN RE: SAME (0.1).
MEISLER RE	03/26/06	0.40	REVIEW STATUS OF CHEROKEE MATTER (0.4).
MEISLER RE	03/27/06	0.40	REVIEW CHEROKEE'S MOTION TO COMPEL ASSUMPTION OR REJECTION (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/28/06	0.60	CONTINUE TO REVIEW CHEROKEE RE: MOTION TO COMPEL ASSUMPTION OR REJECTION (0.6).
		14.30	
MICHELI MJ	03/01/06	2.30	REVIEW CHEROKEE NOTES RE: SUPPLEMENTAL OBJECTION (0.4); MADE REVISIONS RE: SAME (0.4); REVIEW CORRESPONDENCE RE: CHEROKEE DISCOVERY (0.3); MEETING WITH C. COMERFORD RE: DOCUMENTS TO BE PRODUCED (0.6); REVIEW OF CHEROKEE DOCUMENTS TO BE PRODUCED (0.6).
MICHELI MJ	03/02/06	7.80	BEGIN REVIEW OF CHEROKEE DOCUMENTS TO BE PRODUCED FOR RELEVANCE AND REDACTIONS (6.4); TELECONFERENCE WITH C. COMERFORD RE: REVIEW OF CHEROKEE DOCUMENTS TO BE PRODUCED (0.5); TELECONFERENCE WITH S. CORCORAN AND C. COMERFORD RE: SAME (0.7); TELECONFERENCE WITH D. GARFIELD RE: CHEROKEE DISCOVERY (0.2).
MICHELI MJ	03/03/06	7.00	CONTINUE REVIEW OF CHEROKEE DOCUMENTS TO BE PRODUCED FOR RELEVANCE AND REDACTIONS (1.4); BEGIN PREPARING REQUESTS FOR ADMISSION RE: CHEROKEE AND THE DATE THE PROPERTY WAS REFINANCED. (0.4); BEGIN DRAFTING NOTES RE: ISSUES TO BE ADDRESSED FOR DOCUMENT PRODUCTION TO CHEROKEE (1.2); MEET AND CONFER WITH CHEROKEE (0.7); REVIEW NOTES RE: MEET AND CONFER (0.3); BEGIN DRAFTING CORRESPONDENCE MEMORIALIZING THE MATTERS AGREED TO ON THE MEET AND CONFER (1.9); DRAFT SCRIPT AND PROFFER FOR CHEROKEE OBJECTION (1.1).
MICHELI MJ	03/04/06	4.10	BEGIN HEARING PREPARATION FOR CHEROKEE MOTION AND OBJECTION (0.9); BEGAN DRAFTING CHRONOLOGY OF EVENTS RE: CHEROKEE MATTERS (3.2).
MICHELI MJ	03/06/06	5.70	REVIEW LETTER SENT BY CHEROKEE RE: DISCOVERY ISSUES (0.1); TELECONFERENCE WITH D. GARFIELD RE: SAME (0.1); CORRESPONDENCE TO GROUP RE: SAME (0.2); CONTINUE REVIEW OF CHEROKEE DOCUMENTS TO BE PRODUCED FOR RELEVANCE AND REDACTIONS (0.4); CONTINUE HEARING PREPARATION FOR CHEROKEE MOTION AND OBJECTION (3.6); TELECONFERENCE WITH S. CORCORAN RE: CHEROKEE DISCOVERY ISSUES (0.1); TELECONFERENCE WITH D. GARFIELD RE: OPEN DISCOVERY ISSUES (0.3); CORRESPONDENCE WITH C. COMERFORD RE: OPEN DISCOVERY ISSUES (0.2); REVIEW AND REVISE CHRONOLOGY OF EVENTS RE: CHEROKEE MATTERS (0.7).

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MICHELI MJ	03/07/06	3.70	REVIEW LETTER SENT BY CHEROKEE RE: DISCOVERY ISSUES (0.2); DRAFT CORRESPONDENCE TO GROUP RE: SAME (0.1); ANALYSIS OF CHEROKEE SETTLEMENT OFFER (0.4); TELECONFERENCE WITH C. COMERFORD RE: SAME (0.1); TELECONFERENCE WITH D. GARFIELD RE: SAME (0.2); REVIEW CHEROKEE DISCOVERY STIPULATION (0.7); TELECONFERENCE WITH D. GARFIELD RE: SAME (0.1); REVISE CHEROKEE DISCOVERY STIPULATION (0.8); CONTINUE REVIEW OF CHEROKEE DOCUMENT PRODUCTIONS (1.1).
MICHELI MJ	03/08/06	2.80	BEGIN DRAFTING SCRIPT AND PROFFER FOR CHEROKEE MATTER (0.6); REVISE CHEROKEE DISCOVERY STIPULATION (1.3); DRAFT CORRESPONDENCE RE: SAME (0.3); ANALYSIS OF ISSUES RE: DISCOVERY STIPULATION (0.6).
MICHELI MJ	03/09/06	1.60	REVIEW CORRESPONDENCE RE: CHEROKEE DISCOVERY (0.4); REVIEW AND REVISE CHEROKEE SEARCH MEMO (0.7); REVIEW PRODUCTION SCHEDULE RE: CHEROKEE DOCUMENT PRODUCTION (0.5).
MICHELI MJ	03/17/06	5.60	CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (3.4); REVIEW CHEROKEE DEPOSITION NOTICES (0.2); CONFERENCE WITH REM RE: STATUS OF CHEROKEE (0.2); TELECONFERENCE WITH C. COMERFORD RE: CHEROKEE DOCUMENT PRODUCTION (1.4); DRAFT CHEROKEE DOCUMENT PRODUCTION TRANSMITTAL LETTER (0.4).
MICHELI MJ	03/18/06	2.10	CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (2.1).
MICHELI MJ	03/20/06	4.50	CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (3.9); TELECONFERENCE WITH C. COMERFORD RE: CHEROKEE DOCUMENT PRODUCTION (0.6).
MICHELI MJ	03/21/06	4.80	BEGIN DRAFTING DEPOSITION OUTLINE FOR K. HO'S DEPOSITION (1.7); REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED BY CHEROKEE IN PREPARATION FOR DEPOSITION (3.1).
MICHELI MJ	03/22/06	4.90	REVIEW AND ANALYSIS OF CHEROKEE PRODUCTION LETTERS (0.5); CONTINUE TO DRAFT DEPOSITION OUTLINE FOR K. HO'S DEPOSITION (2.6); PREPARE DOCUMENTS IN CONNECTION WITH THE DEPOSITIONS OF K. HO AND W. KERR (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	03/23/06	7.30	CONTINUE TO DRAFT DEPOSITION OUTLINE FOR K. HO'S DEPOSITION (0.7); PREPARE FOR K. HO'S DEPOSITION (1.7); REVIEW DOCUMENTS IN CONNECTION WITH THE DEPOSITIONS OF K. HO AND W. KERR (2.8); MEETING WITH N. CAMPANARIO RE: DEPOSITION MATTERS (0.5); ATTEND W. KERR DEPOSITION (1.6).
MICHELI MJ	03/24/06	4.10	PREPARE FOR K. HO'S DEPOSITION (2.3); DEPOSED K. HO (1.8).
MICHELI MJ	03/27/06	3.50	BEGIN DRAFTING CORRESPONDENCE TO CHEROKEE RE: STIPULATION AND OPEN ITEMS (0.7); PREPARE CHEROKEE INTERROGATORIES TO BE SENT AND SERVED (0.7); CONTINUE DRAFTING STIPULATION RE: DISCOVERY ISSUES WITH CHEROKEE (0.8); CORRESPONDENCE TO GROUP RE: STIPULATION AND INTERROGATORIES (0.5); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1); CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (0.7).
MICHELI MJ	03/28/06	1.70	CORRESPONDENCE WITH D. GARFIELD RE: OPEN ITEMS AND STIPULATION (0.3); REVIEW CORRESPONDENCE WITH WORKING RE: SAME (0.3); REVIEW AND REVISE SEARCH MEMO RE: CHEROKEE DISCOVERY (0.5); CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (0.6).
MICHELI MJ	03/29/06	4.70	CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (1.8); DRAFT SCRIPT RE: CHEROKEE MATTER (2.9).
MICHELI MJ	03/30/06	6.70	DRAFT LETTER TO LANDLORD RE: AUTOMATIC STAY ISSUES AND RENEWAL OF LEASE AND EVICTION (1.5); DRAFT HO DEPOSITION MEMO RE: CHEROKEE (0.4); BEGIN DRAFTING SHEEHAN DEPOSITION MEMO (4.8).
MICHELI MJ	03/31/06	4.30	CONTINUE REVIEW OF DOCUMENTS TO BE PRODUCED TO CHEROKEE (2.8); TELECONFERENCE WITH C. COMERFORD RE: SAME (0.9); CORRESPONDENCE WITH H. BAER RE: CHEROKEE DEPOSITIONS (0.2); DRAFT TRANSMITTAL LETTER RE: PRODUCTION OF DOCUMENTS TO CHEROKEE (0.4).
		89.20	
Total Associate		148.30	
DEMMA J	03/20/06	1.10	PREPARE MATERIALS RE: MATERIALS RE: CHEROKEE NORTH KANSAS CITY, LLC (1.1).
DEMMA J	03/21/06	2.80	PREPARE MATERIALS RE: CHEROKEE NORTH KANSAS FOR ATTORNEY REVIEW (2.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	03/30/06	0.70	UPDATE CHEROKEE NORTH KANSAS CITY MATERIALS FOR FILES (0.7).
DEMMA J	03/31/06	0.70	PREPARE CHEROKEE NORTH KANSAS DOCUMENTS FOR DOCUMENT PRODUCTION (0.7).

5.30

NOWICKI JA	03/20/06	1.10	ORGANIZING CHEROKEE PRODUCTION DOCUMENTS FOR ATTORNEY REVIEW (1.1).
		1.10	

Total Legal Assistant 6.40

TOTAL TIME 180.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Leases (Real Property)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/22/06	Micheli MJ	614.99
Air/Rail Travel - vendor feed	03/23/06	Micheli MJ	219.26
Air/Rail Travel - vendor feed	03/23/06	Campanario ND	219.26
Air/Rail Travel - vendor feed	03/24/06	Micheli MJ	660.23
Air/Rail Travel - vendor feed	03/24/06	Campanario ND	612.26
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$2,326.00
In-house Reproduction	03/07/06	Copy Center, D	85.24
In-house Reproduction	03/14/06	Copy Center, D	0.40
In-house Reproduction	03/21/06	Copy Center, D	90.94
In-house Reproduction	03/21/06	Copy Center, D	37.42
In-house Reproduction	03/31/06	Copy Center, D	2.00
TOTAL IN-HOUSE REPRODUCTION			\$216.00
Telephone Expense	03/31/06	Telecommunications, D	0.48
Telephone Expense	03/31/06	Telecommunications, D	0.52
TOTAL TELEPHONE EXPENSE			\$1.00
Lexis/Nexis	03/06/06	Danz CE	53.00
TOTAL LEXIS/NEXIS			\$53.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	3.00
TOTAL VENDOR HOSTED TELECONFERENCING			\$3.00
Out-of-Town Travel	03/22/06	Micheli MJ	116.46
Out-of-Town Travel	03/23/06	Micheli MJ	208.13
Out-of-Town Travel	03/24/06	Micheli MJ	50.02
Out-of-Town Travel	03/24/06	Micheli MJ	54.27
Out-of-Town Travel	03/24/06	Micheli MJ	320.56

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/24/06	Campanario ND	320.56
		TOTAL OUT-OF-TOWN TRAVEL	\$1,070.00
Messengers/ Courier	03/17/06	Dist Serv/Mail/Page, D	6.20
Messengers/ Courier	03/17/06	Dist Serv/Mail/Page, D	9.12
Messengers/ Courier	03/17/06	Dist Serv/Mail/Page, D	18.65
Messengers/ Courier	03/20/06	Dist Serv/Mail/Page, D	10.19
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	6.20
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	6.20
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	6.19
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	6.20
Messengers/ Courier	03/29/06	Dist Serv/Mail/Page, D	6.20
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	6.20
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	22.65
		TOTAL MESSENGERS/ COURIER	\$104.00
Out-of-Town Meals	03/23/06	Micheli MJ	34.81
Out-of-Town Meals	03/23/06	Micheli MJ	57.19
		TOTAL OUT-OF-TOWN MEALS	\$92.00
Telco-Non Astra	03/31/06	Telecommunications, D	216.00
		TOTAL TELCO-NON ASTRA	\$216.00
		TOTAL MATTER	\$4,081.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Leases (Real Property)**

**Bill Date: 05/31/06
Bill Number: 1108515**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/06/06	0.40	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: CHEROKEE 365(D)(2) MOTION INCLUDING WITNESS PREPARATION (0.4).
BUTLER, JR. J	04/07/06	1.10	PREPARE FOR (0.4) AND PARTICIPATE IN (0.7) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: CHEROKEE 365(D)(2) MOTION.
		1.50	
MARAFIOTI KA	04/06/06	0.40	WORK ON REPLY TO CHEROKEE MOTION TO ASSUME OR REJECT LEASE (0.4).
MARAFIOTI KA	04/11/06	0.40	REVIEW AND REVISE NOTICES OF INTENTION TO ENTER INTO REAL PROPERTY LEASE AT TOWER DRIVE (0.1); BRIGHTON (0.1), AND MEIJER DRIVE (0.1) AND WORK ON ISSUES RE: SERVICE OF SAME (0.1).
MARAFIOTI KA	04/12/06	0.40	REVIEW NOTICE OF REJECTION OF INDIANAPOLIS LEASE (0.2); REVIEW NOTICE OF NEW LEASE AT NORTHFIELD CROSSING (0.2).
MARAFIOTI KA	04/20/06	0.20	REVIEW NOTICE OF WITHDRAWAL OF NORTHFIELD CROSSING PROPERTY LEASE RENEWAL AND CORRESPONDENCE RE: SAME (0.2).
		1.40	
SPRINGER DE	04/04/06	4.00	CONFERENCE WITH J. SHEEHAN RE: PREPARATION FOR DEPOSITION IN CHEROKEE (1.0); DEFEND J. SHEEHAN DEPOSITION IN CHEROKEE (3.0).
SPRINGER DE	04/05/06	4.50	PREPARE FOR AND DEFEND DEPOSITION OF J. SHEEHAN (4.5).
SPRINGER DE	04/06/06	2.10	PREPARATION FOR HEARING ON CHEROKEE MOTION, INCLUDING DRAFT CROSS-EXAMINATION OUTLINES (2.1).
SPRINGER DE	04/07/06	4.80	PREPARATION FOR HEARING (1.0); ATTENDANCE AT SIXTH OMNIBUS, HEARING FOR CHEROKEE (3.8).
		15.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	04/03/06	1.50	REVIEW DISCOVERY FROM CHEROKEE, INCLUDING SUMMARIES OF WITNESS DEPOSITIONS AND INTERROGATORIES (0.9) AND CONSIDER STRATEGY (0.4); REVIEW CORRESPONDENCE FROM GARFIELD RE: STRUCTURE FOR HEARING AND CONSIDER RESPONSE (0.2).
WEXLER MP	04/04/06	0.40	REVIEW COLUMBIA, TENNESSEE LEASE STATUS AND REQUESTS FROM COMMITTEE (0.4).
WEXLER MP	04/05/06	0.20	FOLLOW UP ON STATUS OF COLUMBIA, TENNESSEE LEASE PROCESS (0.2).
WEXLER MP	04/06/06	0.70	REVIEW CHEROKEE REPLY IN SUPPORT OF MOTION TO SHORTEN 365(D) (4) DEADLINE (0.3) AND FOLLOW UP ON STRATEGY FOR DEALING WITH SAME (0.2); REVIEW AND COMMENT ON NOTICE OF REJECTION FOR 88TH STREET, INDIANAPOLIS LEASE (0.2).
WEXLER MP	04/07/06	1.00	CONSIDER TIMING AND STRATEGY FOR COLUMBIA NEW LEASE (0.4); REVIEW CORRESPONDENCE FROM A. CARGILE AND CONSIDER APPROPRIATE RESPONSE THERETO (0.4); REVIEW AND COMMENT ON LEASE NOTICE FOR TROY, MI (0.2).
WEXLER MP	04/10/06	0.50	REVIEW CORRESPONDENCE FROM A. CARGILE RE: COLUMBIA, TN MONTH TO MONTH LEASE AND CONSIDER RESPONSE THERETO (0.3); TELECONFERENCE WITH CLIENT RE: CHEROKEE OUTCOME (0.2).
WEXLER MP	04/11/06	0.80	REVIEW CORRESPONDENCE FROM C. HITCHCOCK AND ISSUES IN CONNECTION WITH EXERCISE OF RENEWAL OPTION AT NORTHFIELD CROSSING AND PROCEDURES TO BE FOLLOWED (0.4); REVIEW AND COMMENT ON LEASE NOTICES FOR BRIGHTON AND TROY SITES AND REVIEW PROCEDURES TO BE FOLLOWED (0.3); REVIEW AND COMMENT ON LEASE REJECTION NOTICE FOR INDIANAPOLIS SITE (0.1).
WEXLER MP	04/12/06	0.30	REVIEW NORTHFIELD CROSSING LEASE RENEWAL INFORMATION AND CONSIDER STRATEGY FOR GOING FORWARD (0.3).
WEXLER MP	04/14/06	0.30	REVIEW POTENTIAL ISSUES IN CONNECTION WITH REJECTION OF INDIANAPOLIS LEASE AND ENVIRONMENTAL MATTERS (0.3).
WEXLER MP	04/17/06	0.50	REVIEW IRVINE, CA ISSUES AND UNDERLYING DOCUMENTS IN CONNECTION THEREWITH (0.3); REVIEW COLUMBIA, TN LEASE MATTERS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	04/18/06	2.40	REVIEW CLIENT PROPOSAL FOR NEW LEASE FOR COLUMBIA, TN AND CONSIDER STRATEGY THEREFOR (0.4); REVIEW ISSUES IN CONNECTION WITH AMENDMENT OF GM LEASE AND STRATEGY AND PROCEDURAL MATTERS (0.7); REVIEW LEASE AND PRECEDENT FOR POSSIBLE PARTIAL REJECTION ISSUES (0.9); FOLLOW UP ON POSSIBLE EFFECTS OF DEMOLITION OF PLANT 11 (0.4).
WEXLER MP	04/19/06	1.50	REVIEW STRATEGY FOR DEALING WITH COLUMBIA, TN LEASE (0.3) AND FORM OF PROPOSAL TO BE DELIVERED TO LANDLORD (0.3); REVIEW ISSUES IN CONNECTION WITH AMENDMENT TO GM MULTI-PROPERTY LEASE AND ISSUES TO BE ADDRESSED AND STRATEGY AND PROCEDURES THEREFOR (0.6); REVIEW VARIOUS LEASE ISSUES AND APPROPRIATE ACTIONS TO BE TAKEN (0.3).
WEXLER MP	04/20/06	0.30	REVIEW, COMMENT AND FOLLOW UP ON WITHDRAWAL OF LEASE FOR NORTHFIELD CROSSING AND CONSIDER ISSUES (0.3).
WEXLER MP	04/21/06	1.70	FOLLOW UP ON STRATEGY AND ISSUES FOR COLUMBIA, TN LEASE AMENDMENT/NEW LEASE (0.3); REVIEW AND COMMENT ON LEASE SUMMARY/ANALYSIS ON ANDERSON, IN (0.4) AND FOLLOW UP ON ECONOMIC ISSUES (0.3); TELECONFERENCE WITH M. HESTER IN PREPARATION FOR (0.1) AND TELECONFERENCE WITH M. HESTER AND C. COMERFORD RE: IRVINE, CA LEASE AND ISSUES IN CONNECTION WITH ENVIRONMENTAL TESTING (0.4) AND FOLLOW UP ON ISSUES RAISED (0.2).
WEXLER MP	04/22/06	0.20	FOLLOW UP ON ISSUES FOR IRVINE, CALIFORNIA LEASE (0.2).
WEXLER MP	04/24/06	1.30	REVIEW AND COMMENT ON CORRESPONDENCE TO LANDLORD RE: COLUMBIA, TN LEASE RENEWAL AND STRATEGY FOR DEALING THEREWITH (0.4); TELECONFERENCE WITH M. HESTER RE: IRVINE, CA AND FOLLOW UP ON ISSUES TO BE ADDRESSED AND RESEARCH REQUIRED (0.6); REVIEW AND COMMENT ON REVISED MEMO RE: ANDERSON, IN LEASE AMENDMENT AND ECONOMICS THEREOF (0.3).
WEXLER MP	04/25/06	0.20	FOLLOW UP ON COLUMBIA, TN LEASE STATUS (0.2).
WEXLER MP	04/27/06	1.30	REVIEW OBJECTION TO INDIANAPOLIS REJECTION MOTION AND CONSIDER STRATEGY FOR DEALING THEREWITH (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	04/28/06	1.00	FOLLOW UP ON STRATEGY FOR DEALING WITH OBJECTION TO INDIANAPOLIS REJECTION (0.4); FOLLOW UP AND CORRESPONDENCE RE: JLL EXPENSE REIMBURSEMENT AND CONFIDENTIALITY ISSUES (0.3); REVIEW STRATEGY FOR DEALING WITH PLANT 11 DEMOLITION AND POSSIBLE ISSUES ARISING THEREFROM (0.3).
		16.10	
Total Partner		34.40	
DANZ CE	04/03/06	3.40	TELECONFERENCE WITH DELPHI HEADED BY W. LUETHGE RE: TUSCALOOSA DEED AND REAL ESTATE TAX PROBLEMS (0.4); RESEARCH OF THE ISSUE (1.2); CONFERENCE CALL WITH C. COMERFORD (0.3); RESEARCH INTO LEASE NOTICE ISSUES (0.8), REVIEW OF DOCKET AND RECENTLY FILED MATERIALS (0.7).
DANZ CE	04/04/06	1.50	ATTENTION TO THE INDIANAPOLIS LEASE REJECTION ISSUE (0.3); TELECONFERENCE FROM F. FRANKEL (0.3); RESEARCH INTO THE IRVINE, TX LEASE ISSUE (0.9).
DANZ CE	04/05/06	2.00	FOLLOWUP ON THE COLUMBIA, TN ISSUE WITH J. BEAUDOEN AND C. COMERFORD (0.4); REVIEW OF DOCKET (0.3); REVIEW NEW LEASE SUMMARY PROPOSALS AND NEW LEASES FOR TROY AND BRIGHTON (0.9), BEGIN PREPARING NOTICES (0.4).
DANZ CE	04/06/06	2.10	PARTICIPATION ON THE IRVINE CONFERENCE CALL (C. COMERFORD AND OTHERS) (1.1); SUPERVISED PREPARING THE LEASE NOTICES AND NOTICE OF REJECTION (0.5); REVIEW DOCKET (0.2); DISCUSSIONS RE: THE COLUMBIA, TN THREATENED EVICTION (0.3).
DANZ CE	04/07/06	2.20	COMMUNICATIONS WITH J. BEAUDOEN AND C. COMERFORD RE: THE COLUMBIA, TN LEASE ISSUE (0.4); DRAFT COMMUNICATION TO A. CARGILE (0.6); FOLLOWUP TELECONFERENCE WITH A. CARGILE (0.3); REVIEW OF THE TROY LEASE NOTICE (0.3); ATTENTION TO THE IRVINE ISSUE AND REVIEW OF THE LEASE (0.6).
DANZ CE	04/10/06	0.80	DISCUSSION ON CHEROKEE ISSUE (0.3); REVIEW AND DISTRIBUTED THE TROY MEIJER ROAD AND BRIGHTON NOTICES (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	04/11/06	3.00	REVISE, FINALIZE AND SUPERVISE DISTRIBUTION OF THE LEASE NOTICES (1.1); REVIEW THE NORTHFIELD CROSSING LEASE (0.8) AND FOLLOWED UP ON ISSUE WITH C. HITCHCOCK (0.3); FINALIZE RESEARCH ON THE TUSCALOOSA DEED TRANSFER TAX ISSUE AND COMMUNICATIONS WITH THE COMPANY RE: THE OUTCOME OF THE RESEARCH (0.8).
DANZ CE	04/12/06	1.30	COMMUNICATION WITH K. SIMON (0.3), FOLLOWUP COMMUNICATION WITH C. COMERFORD RE: CHANGES TO THE LEASE NOTICES (0.4), REVIEW INCOMING CORRESPONDENCE (0.6).
DANZ CE	04/14/06	1.10	FOLLOWUP ON INDIANAPOLIS, INDIANA LEASE REJECTION (0.4), DISTRIBUTE THE LEASE NOTICES TO DELPHI REAL ESTATE GROUP (0.4), CONTINUE ATTENTION TO SERVICE ISSUES (0.3).
DANZ CE	04/17/06	0.90	COMMUNICATION WITH R. FLETMEYER AT FTI RE: STATUS OF REAL ESTATE ISSUES (0.4); REVIEW LAUREL, MISSISSIPPI LEASE ISSUE (0.5).
DANZ CE	04/18/06	2.90	REVIEW OF THE DOCKET FOR LEASE NOTICES AND OBJECTIONS (0.4); TELECONFERENCE WITH R. FLETMEYER AND J. BEAUDOEN RE: LEASES (0.6); TELECONFERENCE WITH J. BEAUDOEN AND C. COMERFORD RE: FLINT DONATION, COLUMBIA, TENNESSEE AND OTHER LEASE RELATED ISSUES AND FOLLOW-UP WITH C. COMERFORD (1.3); COMMUNICATIONS WITH K. SIMON, RESEARCHED REQUESTED INFORMATION RE: NORTHFIELD CROSSINGS (0.6).
DANZ CE	04/19/06	3.20	TELECONFERENCE WITH C. COMERFORD AND D. SOKOL AND RELATED FOLLOWUP WITH THE PARTIES (0.9); REVIEW OF THE ANDERSON, INDIANA GM LEASE AMENDMENT (0.7); DISCUSSIONS WITH J. BEAUDOEN RE: THE NORTHFIELD CROSSING TROY MI LEASE NOTICE (0.4); COMMUNICATIONS WITH K. SIMON RE: THE LEASE NOTICES (0.4); ATTENTION TO RECENT REAL ESTATE PARTY SERVICE ISSUES (0.6); COMMUNICATION WITH M. RIELAW (0.2).
DANZ CE	04/20/06	3.00	PREPARE AND FILE NOTICE OF LEASE NOTICE WITHDRAWAL FOR TROY, MI AND COORDINATED SERVICE (0.8); DISCUSSIONS WITH J. BEAUDOEN AND D. SOKOL RE: A. CARGILE AND COLUMBIA, TN LEASE ISSUES (0.7); REVIEW OF COLUMBIA, TN LEASE (0.3); REVIEW OF THE ANDERSON, INDIANA BUSINESS CASE SUMMARY (0.5) AND DISCUSSION OF ISSUE WITH DELPHI REAL ESTATE TEAM AND FTI (0.4); REVIEW OF THE DOCKET (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	04/21/06	0.90	DISCUSSIONS WITH M. HESTER RE: IRVINE AND REVIEW OF RESEARCH (0.5); COMMUNICATIONS WITH FTI (R. FLETYMEYER) RE: ANDERSON (0.4).
DANZ CE	04/24/06	3.30	COMMUNICATION WITH C. COMERFORD (0.4); DISTRIBUTED REQUESTED DOCUMENTS (0.3); REVIEW OF ANDERSON, INDIANA LEASE ISSUES AND DRAFTED SUMMARY (1.1); COMMUNICATIONS WITH A. CARGILE (0.3); COMMUNICATIONS RE: COLUMBIA, TN WITH COMPANY PERSONNEL (C. COMERFORD/J. BEAUDOEN) AND DEVELOPMENT OF STRATEGY RELATING THERETO (1.2).
DANZ CE	04/25/06	0.90	DRAFT COMMITTEE PRESENTATION MATERIALS RELATING TO THE LEASE NOTICES PRODUCED (0.6), COMMUNICATION WITH FTI RE: NEW LEASES (0.3).
DANZ CE	04/26/06	1.70	DRAFT COMMITTEE PRESENTATION MATERIALS (1.0); COMMUNICATION WITH J. GUGLIELMO RE: LEASE NOTICE ITEMS (0.3); DISCUSSIONS WITH DELPHI REAL ESTATE GROUP (C. HITCHCOCK) (0.4).
DANZ CE	04/27/06	0.40	DRAFT COMMITTEE PRESENTATION MATERIALS ON LEASE RELATED ISSUES (0.4).
DANZ CE	04/28/06	0.50	COMMUNICATION WITH J. FRANK RE: JONES LANG LASALLE ISSUES (0.3); RELATE FOLLOWUP TO OTHER LEASE MATTERS (0.2).

35.10

DIAZ LB	04/03/06	0.70	ASSIST WITH DOCUMENT PREPARATION RE: SHEENAN DEPOSITION (0.7).
DIAZ LB	04/21/06	0.90	ANALYZE CORRESPONDENCE AND EXISTING AGREEMENTS BETWEEN PARTIES RE: TADITEL PRODUCTION LINE (0.9).
DIAZ LB	04/25/06	1.30	ANALYZE DOCUMENTS AND DRAFT CORRESPONDENCE RE: PRODUCTION LINE AT TADITEL (1.3).
DIAZ LB	04/26/06	0.20	EDIT CORRESPONDENCE RELATED TO PRODUCTION LINE LOCATED AT TADITEL (0.2).
		3.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/10/06	0.20	REVIEW AND EVALUATE ISSUES RE COLUMBIA, TENNESSEE LEASE (0.2).
MEISLER RE	04/11/06	1.10	REVIEW NOTICES RE: RENEWAL OF LEASES (0.9) AND REJECTION OF LEASE (0.2).
MEISLER RE	04/18/06	0.30	REVIEW TERMS OF POTENTIAL LEASE RENEWAL RE: ANDERSON, INDIANA (0.3).
MEISLER RE	04/19/06	0.50	REVIEW LEASE RENEWALS (0.5).
MEISLER RE	04/21/06	0.90	CONTINUE ANALYSIS OF COUNTERPROPOSAL RE: COLUMBIA, TN LEASE (0.9).
MEISLER RE	04/25/06	0.60	REVIEW NON-RESIDENTIAL LEASE RENEWAL AND REJECTIONS (0.6).
MEISLER RE	04/26/06	0.50	REVIEW AND REVISE PRESENTATION TO BOARD OF DIRECTORS RE: LEASE RENEWAL AND REJECTION (0.5).

4.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	04/01/06	5.00	BEGIN DRAFTING MEMO TO J. SHEEHAN RE: CHEROKEE MOTION TO COMPEL (2.9); BEGIN DRAFTING DEPOSITION ABSTRACT FOR K. HO RE: CHEROKEE MOTION TO COMPEL (2.1).
MICHELI MJ	04/02/06	2.60	CONTINUE DRAFTING DEPOSITION ABSTRACT FOR K. HO RE: CHEROKEE MOTION TO COMPEL (2.6).
MICHELI MJ	04/03/06	3.40	CONTINUE REVIEW OF DOCUMENTS IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.5); REVIEW RESPONSES TO INTERROGATORIES IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.3); TELECONFERENCE WITH D. GARFIELD RE: SHEEHAN DEPOSITION (0.1); PREPARE FOR SHEEHAN DEPOSITION IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.4); TELECONFERENCE WITH B. TRUDING RE: SAME (0.1); CONTINUED DRAFTING DEPOSITION ABSTRACT FOR K. HO RE: CHEROKEE MOTION TO COMPEL (1.0).
MICHELI MJ	04/04/06	5.60	PREPARE FOR SHEEHAN DEPOSITION IN CONNECTION WITH CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.6); MEETING WITH J. SHEEHAN RE: SAME (0.3); DEFEND J. SHEEHAN DEPOSITION (2.4); MEETING WITH D. GARFIELD RE: HEARING ON CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.7); REVIEW OF ITEMS RE: CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (0.4); BEGIN DRAFTING J. SHEEHAN DECLARATION IN SUPPORT OF OBJECTION TO CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.2).
MICHELI MJ	04/05/06	10.20	CONTINUE DRAFTING J. SHEEHAN DECLARATION IN SUPPORT OF OBJECTION TO CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (2.7); REVIEW SUPPLEMENTAL K. HO DECLARATION RE: CHEROKEE (0.2); CORRESPONDENCE WITH D. GARFIELD RE: TRIAL EXHIBITS (0.1); REVISE J. SHEEHAN DECLARATION IN SUPPORT OF OBJECTION TO CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (1.2); SEND DEPOSITION EXHIBITS TO CREDITORS' COMMITTEE (0.2); BEGAN PREPARING EXHIBIT BINDER FOR CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (3.2); BEGIN DRAFTING CROSS EXAMINATION OUTLINE FOR W. KERR (1.6); CONTINUE REVIEW OF CHEROKEE OPEN ITEMS (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	04/06/06	13.70	CONTINUE DRAFTING CROSS EXAMINATION OUTLINE FOR W. KERR (3.2); BEGIN DRAFTING CROSS EXAMINATION OUTLINE FOR K. HO (3.9); CONTINUE PREPARING EXHIBIT BINDER FOR CHEROKEE MOTION TO COMPEL ASSUMPTION OR REJECTION OF LEASE (2.5); CORRESPONDENCE WITH M. WEXLER RE: CHEROKEE STATUS (0.2); PREPARATION FOR EVIDENTIARY HEARING ON CHEROKEE MATTERS (1.1); REVIEW AND ANALYSIS OF CHEROKEE REPLY BRIEF (0.6); PREPARE J. SHEEHAN DECLARATION FOR FILING (0.3); CONTINUE DRAFTING CHEROKEE SCRIPT (1.9).
MICHELI MJ	04/07/06	4.70	PREPARATION FOR EVIDENTIARY HEARING ON CHEROKEE MATTERS (3.9); DRAFT CHEROKEE ORDER DENYING MOTION (0.8).
MICHELI MJ	04/11/06	0.10	REVIEW CHEROKEE ORDER (0.1).
		45.30	
TOUSSI S	04/04/06	1.50	REVIEW DRAFT LICENSING AGREEMENT WITH DENSO RE: PATENT LITIGATION (1.0); DISCUSS SAME WITH CLIENT AND PROCEDURES RE: APPROVING AGREEMENT WITH BANKRUPTCY COURT (0.5).
TOUSSI S	04/27/06	0.90	RESEARCH ISSUES RE: REAL ESTATE LEASES AND ENVIRONMENTAL MATTERS (0.5); REVIEW OBJECTION FILED TO LEASE REJECTION MOTION (0.4).
TOUSSI S	04/28/06	0.90	RESEARCH LEASE REJECTIONS ISSUES RE: OBJECTION FILED BY LANDLORD (0.5); REVIEW OBJECTION AND ADDRESS ISSUES RE: SAME (0.4).
		3.30	
Total Associate		90.90	
DEMMA J	04/04/06	2.30	PREPARE DOCUMENTS RE: CHEROKEE NORTH KANSAS FOR ATTORNEY REVIEW (2.3).

2.30

SALAZAR AG	04/11/06	0.70	PREPARE AND COORDINATE SERVICE OF LEASE NOTICE (0.7).
SALAZAR AG	04/12/06	0.80	PREPARE FOR FILING AND SERVICE OF LEASE NOTICES (0.8).
		1.50	

Total Legal Assistant 3.80

TOTAL TIME 129.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Leases (Real Property)**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/07/06	Micheli MJ	567.00
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$567.00
In-house Reproduction	04/04/06	Copy Center, D	142.16
In-house Reproduction	04/07/06	Copy Center, D	5.40
In-house Reproduction	04/11/06	Copy Center, D	1.00
In-house Reproduction	04/11/06	Copy Center, D	178.00
In-house Reproduction	04/21/06	Copy Center, D	31.44
		TOTAL IN-HOUSE REPRODUCTION	\$358.00
Telephone Expense	04/28/06	Telecommunications, D	1.69
Telephone Expense	04/28/06	Telecommunications, D	2.26
Telephone Expense	04/28/06	Telecommunications, D	0.05
		TOTAL TELEPHONE EXPENSE	\$4.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	1.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$1.00
Out-of-Town Travel	04/07/06	Micheli MJ	1,027.00
		TOTAL OUT-OF-TOWN TRAVEL	\$1,027.00
Messengers/ Courier	04/07/06	Dist Serv/Mail/Page, D	6.00
		TOTAL MESSENGERS/ COURIER	\$6.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	04/05/06	Micheli MJ	4.55
Out-of-Town Meals	04/05/06	Micheli MJ	17.54
Out-of-Town Meals	04/05/06	Micheli MJ	13.27
Out-of-Town Meals	04/06/06	Micheli MJ	6.39
Out-of-Town Meals	04/07/06	Micheli MJ	6.39
Out-of-Town Meals	04/07/06	Micheli MJ	7.86
		TOTAL OUT-OF-TOWN MEALS	\$56.00
Court Reporting	04/05/06	Esquire Deposition Services LLC	2,158.40
Court Reporting	04/06/06	Sasm&F Chicago	579.60
		TOTAL COURT REPORTING	\$2,738.00
		TOTAL MATTER	\$4,757.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Leases (Real Property)**

**Bill Date: 06/30/06
Bill Number: 1112661**

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	05/18/06	0.50	ANALYZE UTE ISSUES (0.5).
MARAFIOTI KA	05/19/06	1.40	WORK ON RESPONSE TO OBJECTION RE: UTE & ANALYZE ISSUES RE: SAME (1.4).
		1.90	
WEXLER MP	05/02/06	1.10	FOLLOW UP ON STATUS OF OBJECTION TO REJECTION OF INDIANAPOLIS LEASE AND STRATEGY FOR DEALING WITH SAME (0.3); REVIEW STATUS OF LEASING ISSUES IN PREPARATION FOR MEETING AT DELPHI (0.8).
WEXLER MP	05/03/06	1.10	MEETING WITH M. HESTER, C. COMERFORD AND TELECONFERENCE WITH OTHERS RE: IRVINE, CA LEASE (0.7); REVIEW ISSUES AND STRATEGY IN CONNECTION WITH WARREN, OH LANDLORD POTENTIAL SET OFF OF MAINTENANCE FUNDS AND DISCUSS WITH C. HITCHCOCK (0.3); FOLLOW UP ON RESPONSES TO LEASE AND REJECTION NOTICES (0.1).
WEXLER MP	05/04/06	0.90	FOLLOW UP ON STRATEGY FOR DEALING WITH WARREN DISTRIBUTION CENTER LANDLORD AND SET OFF OF AMOUNTS HELD (0.4); CONSIDER STRATEGY FOR RESPONSE TO OBJECTION TO REJECTION OF INDIANAPOLIS LEASE (0.3); REVIEW CORRESPONDENCE RE: TESTING AT IRVINE, CA SITE AND FOLLOW UP (0.2).
WEXLER MP	05/05/06	0.40	CORRESPONDENCE WITH CLIENT RE: IRVINE, CA (0.2); REVIEW STATUS AND ISSUES RE: PARTIAL TERMINATION OF ANDERSON, IN LEASE (0.2).
WEXLER MP	05/08/06	1.10	REVIEW STATUS OF COLUMBIA, TN NEGOTIATIONS AND STRATEGY, ISSUES AND PROCESS IN CONNECTION WITH TRANSACTION (0.4); FOLLOW UP ON POTENTIAL TERMINATION OF ANDERSON, IN PROPERTY, ISSUES, STRATEGY AND PROCESS FOR FINALIZING SAME (0.7).
WEXLER MP	05/10/06	0.60	REVIEW STATUS OF DISCUSSIONS WITH UTE FOR INDIANAPOLIS PROPERTY AND CONSIDER STRATEGY FOR DEALING THEREWITH (0.6).
WEXLER MP	05/11/06	0.70	REVIEW STRATEGY FOR RESPONSE TO UTE ON OBJECTION TO LEASE REJECTION IN INDIANAPOLIS AND HEARING (0.3); REVIEW AND COMMENT ON LEASE ISSUES RAISED BY CLIENT (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	05/12/06	0.30	CONSIDER STRATEGY FOR DEALING WITH UTE OBJECTION IN LIGHT OF OMNIBUS HEARING RESCHEDULE (0.3).
WEXLER MP	05/15/06	0.40	REVIEW CORRESPONDENCE AND EXAMPLES OF LEASE TERMINATION TRANSACTIONS AND CONSIDER STRATEGY FOR ANDERSON, INDIANA (0.4).
WEXLER MP	05/16/06	2.30	REVIEW AND COMMENT ON RESPONSE TO OBJECTION OF UTE TO REJECTION OF LEASES AND FOLLOW UP ON ISSUES RAISED RE: ABANDONMENT OF PROPERTY AND ENVIRONMENTAL MATTERS (1.8); REVIEW INFORMATION ON ANDERSON, IN LEASE TERMINATION AND RELATED TRANSACTIONS (0.3); REVIEW STATUS OF COLUMBIA, TN LEASE NEGOTIATION AND STRATEGY FOR MOVING FORWARD (0.2).
WEXLER MP	05/17/06	1.30	REVIEW SETTLEMENT OFFER FROM WARREN, OHIO LANDLORD AND CORRESPONDENCE FROM CLIENT AND CONSIDER ISSUES/STRATEGY RE: SAME (0.5); REVIEW AND COMMENT ON REVISED DRAFT OF RESPONSE TO UTE OBJECTION TO LEASE REJECTION AND FOLLOW UP ON ISSUES RAISED THEREIN (0.8).
WEXLER MP	05/18/06	0.40	REVIEW CORRESPONDENCE RE: TURNOVER OF INDIANAPOLIS LEASEHOLD AND FOLLOW UP ON RESPONSE TO UTE OBJECTION (0.4).
WEXLER MP	05/19/06	1.10	REVIEW AND COMMENT ON REVISED DRAFT OF RESPONSE TO UTE OBJECTION TO REJECTION OF INDIANAPOLIS LEASE (0.6); CONSIDER STRATEGY FOR TIMING OF FILING OF RESPONSE AND NEGOTIATIONS WITH LANDLORD TO POSTPONE HEARING (0.3); REVIEW COLUMBIA, TN ISSUES AND STRATEGY (0.2).
WEXLER MP	05/22/06	0.90	REVIEW SETTLEMENT PROPOSAL FROM WARREN, OH LANDLORD AND CONSIDER STRATEGY FOR RESPONSE (0.6); CONSIDER ISSUES AND STATUS OF COLUMBIA, TN LEASE PROPOSAL (0.3).
WEXLER MP	05/23/06	0.20	REVIEW STRATEGY FOR SETTLEMENT OF WARREN, OH TAX AND MAINTENANCE PAYMENT DISPUTE (0.2).
		12.80	
Total Partner		14.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

AMODEO JA	05/16/06	6.50	RESEARCH ON ABANDONMENT OF LEASES AND ENVIRONMENTALLY IMPAIRED PROPERTY (6.5) .
AMODEO JA	05/17/06	7.60	REDRAFT RESPONSE TO OPPOSITION TO MOTION TO ABANDON LEASED PROPERTY IN INDIANAPOLIS (7.6) .
AMODEO JA	05/24/06	1.50	REVIEW MOTION ON NEW BRUNSWICK PROPERTY (1.5) .
AMODEO JA	05/25/06	2.90	REVIEW MOTION ON NEW BRUNSWICK PROPERTY; OBTAIN SERVICE ADDRESSES (2.9) .
AMODEO JA	05/26/06	1.50	REVIEW NEW BRUNSWICK MOTION AND DISCUSS WITH CREDITOR COMMITTEE LAWYER (1.5) .
		20.00	
Total Counsel		20.00	
CAMPANARIO ND	04/01/06	1.50	COMPLETE ABSTRACT OF W. KERR DEPOSITION IN CONNECTION WITH CHEROKEE LEASE MOTION (1.5) .
		1.50	
DANZ CE	05/04/06	2.30	TELECONFERENCE WITH C. RAFORTH RE: WARREN, OHIO LEASE ESCROW ISSUE AND FOLLOW-UP COMMUNICATION WITH W. KRYGOWSKI AND C. HITCHCOCK RE: THE ISSUE (1.1); TELECONFERENCE RE: LAUREL, MISSISSIPPI FINANCING/LEASE ISSUE (0.8); UPDATED AND DISTRIBUTED THE IRVINE MEMO (0.4) .
DANZ CE	05/05/06	1.00	TELECONFERENCE WITH D. SOKOL AND J. BEAUDOEN RE: COLUMBIA, ANDERSON AND INDIANAPOLIS (0.4); REVIEW OF THE CORRESPONDENCE ON COLUMBIA (0.3); REVIEW OF THE DOCKET (0.3) .
DANZ CE	05/08/06	1.60	FOLLOW-UP ON THE CREDITORS' COMMITTEE POSITION ON THE ANDERSON, INDIANA LEASE AMENDMENT (0.4); TELECONFERENCE WITH J. BEAUDOEN RE: OUTSTANDING REAL ESTATE ITEMS AND RELATED REVIEW OF ANDERSON DOCUMENT (0.6); REVIEW AND REVISION OF DISCLOSURE STATEMENT LANGUAGE RE: LEASES (0.6) .
DANZ CE	05/09/06	2.10	TELECONFERENCE WITH J. BEAUDOEN AND RELATED FOLLOW UP AND ATTENTION TO REJECTION ISSUE (0.6); COORDINATED INQUIRY ON FEE PROPERTY (0.4); DEVELOPED APPROVAL STRATEGY RELATING TO ANDERSON, INDIANA (0.4); ATTENTION TO THE INDIANAPOLIS LEASE REJECTION ISSUE AND STRATEGY RE: RESPONSE (0.7) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	05/10/06	0.40	STRATEGY TELECONFERENCE ON INDIANAPOLIS LEASE REJECTION (0.4).
DANZ CE	05/11/06	1.30	TELECONFERENCE WITH J. BEAUDOEN, AND LOCAL SITE PERSONNEL ON THE INDIANAPOLIS SITE RE: THE REJECTION OBJECTION (0.8); TELECONFERENCE WITH J. BEAUDOEN RE: STATUS OF VARIOUS LEASE RELATED REAL ESTATE ITEMS (0.4), TELECONFERENCE TO D. STANKLOFF (0.1).
DANZ CE	05/15/06	0.80	FOLLOW UP RE: THE APPROVALS NEEDED FOR ANDERSON, INDIANA (0.5) EMAIL TO J. BEAUDOEN (0.3).
DANZ CE	05/16/06	1.50	FOLLOW UP ON AUTHORITY FOR ANDERSON INDIANA (0.4), DRAFTED COMMUNICATION TO J. BEAUDOEN (0.3), TELECONFERENCE WITH S. COCHRAN, REVIEW OF COLUMBIA, TN AND DRAFTED COMMUNICATION TO A. CARGILE IN FOLLOW-UP (0.8).
DANZ CE	05/17/06	1.20	REVIEW OF THE UNIVERSAL TOOL RESPONSE AND COORDINATED SERVICE PARTIES (0.4); REVIEW OF THE WARREN, OHIO ISSUE AND REVIEWED LEASE AND SPECIFIC CASELAW RE: SETOFF UNDER LEASES (0.8).
DANZ CE	05/18/06	1.70	TELECONFERENCE WITH J. BEAUDOEN AND D. SOKOL RE: LEASE RELATED ISSUES AND COLUMBIA, TN (0.7), TELECONFERENCE TO A. CARGILE (0.3), TELECONFERENCE WITH J. PRICE RE: SAN DUSKY, OH (0.4), CONTINUED ATTENTION TO LEASE REJECTION ISSUE (0.3).
DANZ CE	05/19/06	1.60	NUMEROUS DISCUSSIONS WITH COUNSEL FOR UTE RE: THE OBJECTION, SETTLEMENT AND SCHEDULING THE HEARING (1.6).
DANZ CE	05/23/06	1.50	REVIEW OF THE WASHINGTON DC LEASE (0.4), REVIEW OF DOCKET (0.3); ATTENTION TO THE MOTION SUMMARY CHART (0.4); REVIEW OF THE REJECTION OF LEASES (0.4).
DANZ CE	05/24/06	0.10	REVIEW OF THE LEASE AUTHORIZATION DOCUMENTS FOR IRVINE, CA (0.1).
DANZ CE	05/31/06	0.90	TELECONFERENCE WITH C. COMERFORD RE: OUTSTANDING LEASE RELATED ISSUES (0.4), DRAFTED COMMUNICATION TO C. RAFORTH AND TELECONFERENCE TO C. RAFORTH RE: THE TAX ESCROW ISSUE (0.5).
		18.00	
JJINGO MJ*	05/26/06	3.60	RESEARCH ISSUES RELATED TO UTE'S OBJECTION TO REJECTION OF LEASE IN INDIANAPOLIS, INDIANA (3.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JJINGO MJ*	05/30/06	2.00	CONTINUE RESEARCH RELATED TO ISSUES RAISED IN UTE'S OBJECTION (2.0).
JJINGO MJ*	05/31/06	0.30	CONTINUE TO RESEARCH ISSUES RELATED TO RESPONSE TO UTE'S OBJECTION (0.3).
		5.90	
MEISLER RE	05/01/06	0.90	ATTENTION TO RESEARCH RE: LAUREL, MS LEASE (0.9).
MEISLER RE	05/02/06	0.50	CONTINUED ATTENTION TO RESEARCH RE: LAUREL, MS LEASE (0.5).
MEISLER RE	05/03/06	0.80	REVIEW SETOFF REQUEST BY LANDLORD AND RESEARCH RE: SAME (0.5); CONTINUED ATTENTION TO LAUREL, MS LEASE (0.3).
MEISLER RE	05/04/06	0.50	WORKED ON VARIOUS REAL PROPERTY LEASE MATTERS (0.5).
MEISLER RE	05/05/06	0.30	ATTENTION TO ANDERSON, INDIANA LEASE (0.3).
MEISLER RE	05/08/06	0.70	CONTINUED ATTENTION TO LAUREL, MS LEASE (0.2); CONTINUED ATTENTION ANDERSON, INDIANA LEASE TERMINATION (0.3); CONFERENCE WITH J. BUTLER RE: SAME (0.2).
MEISLER RE	05/10/06	0.60	REVIEW AND ANALYZE UTE OBJECTION TO LEASE REJECTION NOTICE (0.6).
MEISLER RE	05/11/06	0.20	CONTINUED ATTENTION TO UTE OBJECTION TO LEASE REJECTION NOTICE (0.2).
MEISLER RE	05/12/06	0.10	CONFERENCE WITH S. TOUSSI RE: UTE OBJECTION (0.1).
MEISLER RE	05/15/06	0.40	ATTENTION TO ANDERSON, INDIANA LEASE (0.4).
MEISLER RE	05/16/06	0.80	CONTINUED ATTENTION TO ANDERSON, INDIANA LEASE (0.3); ATTENTION TO UTE OBJECTION TO LEASE REJECTION (0.5).
MEISLER RE	05/17/06	1.00	CONTINUED ATTENTION TO UTE OBJECTION TO LEASE REJECTION AND REVIEWED DRAFT RESPONSE TO SAME (1.0).
MEISLER RE	05/19/06	0.70	CONTINUED ATTENTION TO UTE OBJECTION TO LEASE REJECTION (0.7).
		7.50	
REESE RG	05/01/06	1.30	REVIEW ISSUES RE: FACILITY AGREEMENTS (1.3).
REESE RG	05/02/06	1.90	REVIEW OF ISSUES RELATING TO CERTAIN FACILITY AGREEMENTS (1.9).
REESE RG	05/03/06	1.60	REVIEW AND RESPOND TO ISSUES RE: FACILITY AGREEMENTS (1.6).
		4.80	

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TOUSSI S	05/02/06	3.10	RESEARCH ISSUES RE REJECTION OF LEASES IN CONTEXT OF ENVIRONMENTAL CONTAMINATION (1.0) AND ABANDONMENT (0.5); REVIEW MONTGOMERY WARD DOCKET AND REVIEW FILINGS RE SIMILAR ISSUE (1.0); DISCUSS STATUS WITH TEAM RE OBJECTION (0.6).
TOUSSI S	05/03/06	2.80	RESEARCH UTE LEASE REJECTION ISSUES (1.0), PREPARE OUTLINE OF MOTION RE SAME (1.0); ADDRESS WARREN LEASE REJECTION ISSUES AND RESEARCH SAME (0.8).
TOUSSI S	05/10/06	6.70	RESEARCH ISSUES RE REJECTION OF LEASES IN CONTEXT OF ENVIRONMENTAL CONTAMINATION AND ABANDONMENT OF PROPERTY (1.5); EDIT AND REVISE DRAFT RESPONSE TO UTE'S OBJECTION (3.5); PREPARE NOTICE AND PROPOSED ORDER RE SAME (1.0); VARIOUS CORRESPONDENCE RE SAME (0.7).
TOUSSI S	05/12/06	2.20	ADDRESS ISSUES RE RESPONSE TO UTE'S OBJECTION TO DEBTORS' LEASE REJECTION MOTIONS (1.0); EDIT AND REVISE BRIEF AND REVIEW COMMENTS TO SAME (1.2).
TOUSSI S	05/15/06	2.50	ADDRESS ISSUES RE DRAFT RESPONSE TO UTE OBJECTION TO DEBTORS' LEASE REJECTION MOTION (1.5); FOLLOW UP RESEARCH RE SAME (1.0).
TOUSSI S	05/17/06	4.30	REVIEW LATEST DRAFT OF RESPONSE TO UTE'S OBJECTION TO DEBTOR'S LEASE REJECTION NOTICE (0.8); EDIT AND REVISE SAME (1.0); INCORPORATE COMMENTS TO SAME (0.5); CITE CHECK DOCUMENT (1.0); PREPARE NOTICE OF HEARING AND PROPOSED ORDER (1.0).
		21.60	
Total Associate/Law Clerk		59.30	
TOTAL TIME		<u>94.00</u>	

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Leases (Real Property)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	04/28/06	Telecommunications, D	1.99
Telephone Expense	05/26/06	Telecommunications, D	0.49
Telephone Expense	05/26/06	Telecommunications, D	0.51
Telephone Expense	05/26/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$3.00
Court Reporting	05/02/06	Sasm&F Chicago	-580.00
		TOTAL COURT REPORTING	\$-580.00
		TOTAL MATTER	\$-577.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-11
SECURED CLAIMS
567.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Secured Claims

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/06	0.20	REVIEW DUE DILIGENCE REQUEST FROM CREDITORS' COMMITTEE RE: INVESTIGATION OF PREPETITION SECURED CLAIMS (0.2).
BUTLER, JR. J	02/07/06	0.30	TELECONFERENCE WITH K. ZIMAN RE: PREPETITION AGENT MATTERS INCLUDING INFORMATION REQUEST (0.3).
BUTLER, JR. J	02/08/06	0.20	EMAILS FROM/TO K. ZIMAN RE: PREPETITION AGENT MATTERS AND FOLLOW-UP ON SAME WITH D. SHERBIN (0.2).
BUTLER, JR. J	02/16/06	2.10	PREPARE FOR (0.2) AND ATTEND (1.9) MEETING WITH PREPETITION LENDERS AGENT IN NEW YORK CITY RE: INFORMATION UPDATE.
		2.80	
Total Partner		2.80	
DE ELIZALDE D	02/01/06	1.00	TELECONFERENCE WITH ATTORNEY OF L&W AND DOTT (TWO SUPPLIERS ASSERTING LIENS UNDER THE LIEN CLAIMANTS ORDER) TO REQUEST MORE INFORMATION ON THE ASSERTED CLAIMS (0.6); TELECONFERENCE WITH Y. ELISSA RE: STATUS OF CLAIMS (0.4).
DE ELIZALDE D	02/02/06	1.20	ANALYSIS OF PREPETITION CLAIM BY ATS (0.8); CONFERRED WITH ATTORNEY HANDLING ADVERSARY PROCEEDINGS RE: TIME TO RESPOND TO COMPLAINTS (0.4).
DE ELIZALDE D	02/03/06	0.80	CONFERRED WITH PLAINTIFFS' ATTORNEY TO EXTEND TIME TO ANSWER COMPLAINT (0.8).
DE ELIZALDE D	02/06/06	0.50	REQUESTED INFORMATION ON CLAIM BY TWO ALLEGED LIEN HOLDERS (0.5).
DE ELIZALDE D	02/07/06	3.30	UPDATED CHART RE: TOOLING LIENS FILED (1.8); RESEARCH RE: WHETHER CLAIM FILED BY J.R. HEINMAN IS LIENABLE UNDER MICHIGAN LAW (1.5).
DE ELIZALDE D	02/08/06	1.20	ANALYSIS OF CLAIM BY PROTECH AND CONFERENCE CALL WITH COMPANY ABOUT IT (1.2).
DE ELIZALDE D	02/09/06	1.90	RESEARCH RE: MOLDBUILDER LIEN STATUTE IN OHIO (1.4); ANALYSIS OF E-Q HERITAGE'S CLAIM (0.5).
DE ELIZALDE D	02/12/06	2.10	ANALYSIS OF OHIO MOLDBUILDER'S LAW AND CASELAW TO RESOLVE CLAIM FILED BY INDUSTRIAL AUTOMATION (2.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	02/13/06	0.50	TELECONFERENCCEL WITH Y. ELISSA RE: INDUSTRIAL AUTOMATION CLAIM (0.5).
DE ELIZALDE D	02/14/06	1.80	RESEARCH RE: OHIO'S MOLDBUILDER'S LAW (1.2); DRAFTED EMAIL RESPONDING TO DELPHI'S CONSULTATION RE: INDUSTRIAL AUTOMATION'S ALLEGED LIEN (0.6).
DE ELIZALDE D	02/20/06	3.20	SENT EMAIL TO ATTORNEY REPRESENTING L&W AND DOTT TO REQUEST MORE INFORMATION ON THE CLAIMS (0.2); UPDATE RE: CLAIM OF INDUSTRIAL AUTOMATION CONTROLS INC. (0.3); UPDATED CHART INCLUDING ALL TOOLING LIEN CLAIMS AND THEIR STATUS (0.5); ANSWERED CALL OF K.COHEN RE: SETTLEMENT OF MECHANIC LIENS (0.2); ANALYSIS OF PROPOSED RESPONSE TO PAX MACHINE WORKS RE: LIEN CLAIM (0.4); TELECONFERENCE WITH LIEN CLAIMANT (OBERLE) (0.5); TELECONFERENCE WITH DELPHI RE: PAYMENT OF POSTPETITION CLAIMS OF SAP AMERICA INC. (0.4); ANALYSIS OF CLAIM BY CSX (0.7).
DE ELIZALDE D	02/21/06	0.50	CONFERRED WITH PLAINTIFFS' ATTORNEY TO EXTEND TIME TO ANSWER COMPLAINTS (0.5).
DE ELIZALDE D	02/22/06	1.50	REVIEWED STATUS OF FOUR COMPLAINTS FILED BY DIFFERENT ALLEGED LIEN HOLDERS (1.5).
DE ELIZALDE D	02/24/06	1.20	ANALYSIS OF SETTLEMENT RE: LAKESIDE AND OMEGA TOOL (1.2).
DE ELIZALDE D	02/27/06	0.50	ANALYSIS OF PRO TECH CLAIM (0.5).
		21.20	
HERRIOTT AV	02/14/06	0.30	BEGIN DRAFTING PRESENTATION FOR MEETING WITH AGENT FOR PREPETITION LENDERS (0.3).
HERRIOTT AV	02/15/06	1.40	CONTINUE DRAFTING AND PREPARING PRESENTATION TO PREPETITION LENDER GROUP FOR MEETING WITH SAME (1.4).
		1.70	
MEISLER RE	02/01/06	0.20	CONFERENCE WITH C. SPRAGGS RE: DOCUMENT REQUEST RE: PREPETITION SECURED LENDING FACILITY (0.2).
MEISLER RE	02/02/06	0.40	WORKED ON SETOFF MATTERS (0.2); TELECONFERENCE WITH N. BERGER RE: CONTESTING VALIDITY OF LIENS (0.1); NOTES TO FILE RE: SAME (0.1).
MEISLER RE	02/03/06	0.40	TELECONFERENCE WITH A. TENZER AND L. KELLY RE: DOCUMENT REQUEST RE: PREPETITION SECURED LENDING FACILITY (0.2); TELECONFERENCE WITH R. BAXTER RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/06/06	1.40	REVIEWED RESPONSE TO UCC DOCUMENT REQUEST RE: PREPETITION LENDING FACILITY (0.9); REVIEWED AND ANALYZED AKEBONO SETOFF REQUEST (0.5).
MEISLER RE	02/07/06	0.90	TELECONFERENCE WITH J. RESSLER, A. TENZER, C. SPRAGGS, AND L. KELLY RE: DOCUMENT REQUEST IN CONNECTION WITH PREPETITION SECURED LENDING FACILITY (0.7); TELECONFERENCE WITH R. BAXTER RE: FOLLOW UP RE: SAME (0.2).
MEISLER RE	02/08/06	1.10	REVIEW AND EVALUATE INTERNATIONAL SETOFF MATTERS (0.6); REVIEWED AND COMMENTED ON RESPONSE TO COMMITTEE'S DOCUMENT REQUEST IN CONNECTION WITH PREPETITION SECURED LENDING FACILITY (0.5).
MEISLER RE	02/09/06	0.70	CONTINUED ATTENTION TO COMMITTEE'S DOCUMENT REQUEST IN CONNECTION WITH PREPETITION SECURED LENDING FACILITY (0.3); REVIEW SETOFF DEMAND (0.1); TELECONFERENCE WITH N. BERGER RE: ENTERGY (0.3).
MEISLER RE	02/10/06	0.60	REVIEW COMMITTEE'S DOCUMENT REQUEST IN CONNECTION WITH PREPETITION SECURED LENDING FACILITY (0.6).
MEISLER RE	02/11/06	0.20	REVIEW COMMITTEE'S DOCUMENT REQUEST IN CONNECTION WITH PREPETITION SECURED LENDING FACILITY (0.2).
MEISLER RE	02/14/06	0.20	TELECONFERENCE WITH N. BERGER RE: SETOFF (0.2).
MEISLER RE	02/19/06	0.40	REVIEW AND ANALYZE C. SPRAGGS INQUIRY RE: DOCUMENT PRODUCTION RE: PREPETITION FACILITY (0.4).
MEISLER RE	02/20/06	0.20	TELECONFERENCE WITH C. SPRAGGS RE: DOCUMENT PRODUCTION RE: PREPETITION FACILITY (0.2).
MEISLER RE	02/21/06	0.70	CONFERENCE WITH N. STUART RE: SETOFF INQUIRY (0.2); REVIEWED SETOFF STIPULATION RE: FLEXTRONICS (0.5).
MEISLER RE	02/22/06	0.50	CONTINUED REVIEW AND ANALYSIS OF SETOFF STIPULATION RE: FLEXTRONICS (0.5).
MEISLER RE	02/23/06	0.40	TELECONFERENCE WITH K. CRAFT RE: SUPPLIERS (0.1, 0.3).

8.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	02/20/06	1.40	REVIEW AND COMMENT ON AKEBONO SETOFF LETTER (1.4).
STUART NL	02/21/06	0.30	FOLLOW-UP DISCUSSION WITH CLIENT RE: VENDOR SET-OFF CLAIM (0.3).
STUART NL	02/28/06	0.30	REVIEW RBS INVOICES AND RESPOND TO INQUIRY RE: PREPETITION CLAIMS (0.3).
		2.00	
TOUSSI S	02/01/06	3.10	WORK ON RESOLVING VARIOUS OUTSTANDING SETOFF CLAIMS BROUGHT PURSUANT TO THE DIP FINANCING ORDER (0.8); DISCUSS WITH CLIENT RESOLUTION OF SAME (0.6); NEGOTIATE RESOLUTION OF FLEXTRONICS SETOFF CLAIM AND DISCUSS SETTLEMENT WITH FLEXTRONICS COUNSEL (0.5); REVIEW RESPONSE TO FURAKAWA'S SETOFF CLAIM FOR OVERPAYMENTS AND FURTHER RESEARCH RE: SAME (1.2).
TOUSSI S	02/02/06	4.50	WORK ON RESOLVING VARIOUS OUTSTANDING SETOFF CLAIMS BROUGHT UNDER DIP FINANCING ORDER (1.5); CONTINUE WORK ON FLEXTRONICS SETOFF AND REQUEST TO DRAW DOWN ON GUARANTEE ISSUED RE: DELPHI SINGAPORE AND REVIEW GUARANTEE DOCUMENTS (1.8); ADDRESS CORRESPONDENCE RE: STATUS OF VARIOUS OUTSTANDING SETOFF MATTERS RE: INOGEN, TI AUTOMOTIVE, MEANS AND FURAKAWA (0.8); OBTAINING UCC APPROVAL FOR OUTSTANDING SETOFF MATTERS (0.4).
TOUSSI S	02/03/06	5.20	WORK ON RESOLVING SETOFF DEMANDS BROUGHT UNDER THE DIP ORDER AND NEGOTIATING RESOLUTIONS WITH MEANS, INOGEN, THERMAL NITRO AND FLEXTRONICS (1.5); DRAFT STIPULATIONS RE: SAME (1.0); DISCUSS NEGOTIATIONS WITH CLIENT RE: VARIOUS SETOFF CLAIMANTS IN CONNECTION WITH RESOLVING SAME (0.8); UPDATE SETOFF STATUS CHART AND DISTRIBUTE SAME (0.6); DRAFT VARIOUS PROFFERS FOR HEARING AND EDIT AND REVISE SAME (1.3).
TOUSSI S	02/06/06	3.70	WORK ON RESOLVING VARIOUS OUTSTANDING SETOFF CLAIMS BROUGHT PURSUANT TO DIP FINANCING ORDER (1.5); ADDRESS VARIOUS CORRESPONDENCE RE: STATUS OF SETOFF CLAIMS AND WORK ON RESOLVING SAME (0.7); REVIEW AND ANALYZE NEW SETOFF CLAIMS AND UPDATE STATUS CHART TO REFLECT NEW CLAIMS AND STATUS OF NEGOTIATIONS (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/07/06	4.20	PREPARE FOR AND ATTEND CONFERENCE CALL RE: STATUS OF SETOFF CLAIMS (1.3); FOLLOWUP CORRESPONDENCE RE: SAME (0.7); EDIT AND REVISE STIPULATIONS WITH INOGEN AND FLEXTRONICS (1.0); WORK ON NEGOTIATING AND RESOLVING OUTSTANDING SETOFF CLAIMS BROUGHT PURSUANT TO DIP FINANCING ORDER (1.2).
TOUSSI S	02/08/06	3.80	WORK ON NEGOTIATING AND RESOLVING VARIOUS SETOFF CLAIMS BROUGHT PURSUANT TO DIP FINANCING ORDER (1.5); FOLLOWUP CORRESPONDENCE WITH SAME (0.5); VARIOUS EMAIL AND TELECONFERENCE WITH CLIENT TO DISCUSS STATUS OF CLAIMS AND RESOLVE SAME (0.9); NEGOTIATE STIPULATIONS (0.5); UPDATE SETOFF STATUS CHART (0.4).
TOUSSI S	02/09/06	3.30	REVIEW AND ANALYZE NEW SETOFF CLAIMS (0.7); RESPOND TO AND NEGOTIATE OUTSTANDING ISSUES RE: SETOFF CLAIMS PURSUANT TO DIP ORDER (1.1); UPDATE SETOFF STATUS CHART (0.8); ADDRESS LETTER RE: ATF RE: SETOFF DEMAND AND THREAT TO COMMENCE ACTION (0.7).
TOUSSI S	02/10/06	1.60	WORK ON RESOLVING VARIOUS OUTSTANDING SETOFF MATTERS WITH SUPPLIERS AND CUSTOMERS (1.0); ADDRESS CORRESPONDENCE RE: SAME (0.2); DISCUSS RESOLUTIONS AND PROPOSED SETTLEMENTS WITH CLIENTS RE: TI AUTO, SPECMO, INOGEN AND ATM (0.4).
TOUSSI S	02/13/06	2.30	ADDRESS OUTSTANDING SETOFF MATTERS UNDER DIP ORDER AND WORK ON RESOLVING SAME (1.2); FOLLOWUP WITH VARIOUS SUPPLIER/CUSTOMERS AND UPDATE STATUS CHART RE: SAME (0.5); FOLLOWUP WITH VARIOUS SETOFF SUPPLIERS RE: STATUS OF CLAIM (0.6).
TOUSSI S	02/14/06	4.30	ADDRESS SUPPLIER DEMAND LETTERS AND REQUESTS FOR RETURN OF OVERPAYMENTS (0.6); ADDRESS FLEXTRONICS FAILURE TO RETURN OVERPAYMENT AND POTENTIAL RECOURSE (0.5); ADDRESS ISSUES RE: TOWER DEMAND LETTER RE: OUTSTANDING A/R (1.1); REVIEW RECENTLY FILED SETOFF CLAIMS AND INCORPORATE SAME INTO SETOFF CHART (1.2); ADDRESS CORRESPONDENCE AND OUTSTANDING ISSUES WITH VARIOUS SETOFF CLAIMANTS (0.9).
TOUSSI S	02/15/06	2.30	ADDRESS VARIOUS SUPPLIER SETOFF MATTERS (0.6); ADDRESS ISSUES RE: FLEXTRONICS STIPULATION AND GUARANTEE PAYMENTS (1.0); UPDATE SETOFF CHART FOR NEW SETOFF CLAIMANTS (0.4), CORRESPONDENCE WITH NEW SETOFF CLAIMANTS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/16/06	1.70	ADDRESS OUTSTANDING SUPPLIER SETOFF ISSUES (0.7); VARIOUS CORRESPONDENCE RE: SAME WITH SETOFF PARTIES (0.4); FOLLOW-UP RE: SAME (0.6).
TOUSSI S	02/17/06	2.10	ADDRESS SUPPLIER SETOFF MATTERS RE: FLEXTRONICS, FEDERAL MOGUL AND OTHER OTHER OUSTANDING SETOFF PARTIES (1.2); FOLLOW UP WITH TI AUTOMOTIVE AND ATF RE: ISSUES ON SETOFF (0.9).
TOUSSI S	02/20/06	1.10	ADDRESS ISSUES RE: POTENTIAL SETOFF MOTIONS (0.5); REVIEW RECENT DOCUMENTS AND ADDRESS ISSUES RE: SAME (0.6).
TOUSSI S	02/21/06	4.80	ADDRESS AND RESOLVE ISSUES WITH FLEXTRONICS STIPULATION AND ORDER, INCLUDING REVISING DRAFT STIPULATION (0.5); CORRESPONDENCE AND ANALYSIS OF FLEXTRONICS CHANGES (0.4); RESEARCH ISSUES RE: PREFERENCE (0.4); DISCUSS SAME INTERNALLY (0.2); TELECONFERENCE WITH FLEXTRONICS RE: NEGOTIATIONG STIPULATION (1.3); ADDRESS ISSUES RE: VARIOUS NEW AND OUTSTANDING SETOFF CLAIMS (1.5); UPDATE SETOFF CHART (0.5).
TOUSSI S	02/22/06	1.20	ADDRESS VARIOUS OUTSTANDING SETOFF CLAIMS (0.5); NEGOTIATE AND FINALIZE FLEXTRONICS STIPULATION (0.7).
TOUSSI S	02/23/06	2.20	REVIEW RECENTLY FILED SETOFF CLAIMS UNDER DIP ORDER BY FEDERAL MOGUL AND SOURCE ELECTRONICS AND UPDATE SETOFF CHART ACCORDINGLY (1.0); ADDRESS AND RESOLVE OUTSTANDING SETOFF MATTERS RE: VARIOUS SETOFF CLAIMANTS (1.2).
TOUSSI S	02/24/06	5.00	ADDRESS SUPPLIER DISPUTES RELATED TO SETOFF AND RECLAMATION WITH ATF AND MORGAN ADVANCED CERAMICS (1.1); VARIOUS CORRESPONDENCE AND CONFERENCE CALLS RE: OUTSTANDING SETOFF CLAIMS BROUGHT PURSUANT TO DIP ORDER (1.1); FOLLOWUP RE: FLEXTRONICS STIPULATION (0.4); ADDRESS ISSUES WITH NORSE HYDRO RE: OUTSTANING CLAIMS (0.4); PREPARE FOR AND TELECONFERENCE WITH CLIENT AND OUTSIDE ADVISORS RE: STATUS OF SETOFF CLAIMANTS (1.5), FOLLOWUP ISSUES RE: SAME (0.5).
TOUSSI S	02/27/06	2.60	WORK ON ADDRESSING AND RESOLVING VARIOUS SETOFF ISSUES WITH CLIENTS AND SUPPLIERS AND PROCESS RECENTLY PRESENTED CLAIMS (1.4); ADDRESS ISSUES RE: FLEXTRONICS STIPULATION AND NEGOTIATE FINAL RESOLUTION OF STIPULATION (0.7); TELECONFERENCE RE: DAIMLER BENZ TO RESOLVE SETOFF CLAIMS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/28/06	4.10	ADDRESS SETOFF ISSUES WITH VARIOUS SUPPLIERS AND CUSTOMERS UNDER DIP ORDER (1.5); VARIOUS TELECONFERENCES WITH CLAIMANTS RE: RECONCILING CLAIMS (0.8); FOLLOW-UP RE: SAME (0.3); UPDATE SETOFF STATUS CHART (0.4); FOLLOWUP MATTERS WITH UCC AND FINANCIAL ADVISORS (0.4); ADDRESS ISSUES RE: FLEXTRONICS GUARANTEE (0.7).
		63.10	
ZALTZMAN H	02/06/06	1.00	REVIEW NOMA CO. SETOFF REQUEST AND UPDATE CHART (0.2); REVIEW ESSEX GROUP SETOFF REQUEST AND UPDATE CHART (0.4); REVIEW H. STEUKEN SETOFF REQUEST AND UPDATE CHART (0.4).
ZALTZMAN H	02/09/06	0.40	REVIEW NORSE HYDRO SETOFF REQUEST AND UPDATE SETOFF CHART (0.4).
ZALTZMAN H	02/14/06	0.20	REVIEW ANDROID INDUSTRIES SETOFF REQUEST AND UPDATE CHART (0.2).
ZALTZMAN H	02/15/06	0.10	REVIEW PBR SETOFF ISSUES (0.1).
ZALTZMAN H	02/22/06	0.20	REVIEW FEDERAL - MOGUL SETOFF REQUEST AND UPDATE SETOFF CHART (0.2).
ZALTZMAN H	02/28/06	0.80	REVIEW TXU SETOFF REQUEST AND UPDATE CHART (0.8).
		2.70	
Total Associate		99.00	
TOTAL TIME		<u>101.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Secured Claims

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Reproduction - color	02/03/06	Copy Center, D	1,045.00
		TOTAL REPRODUCTION - COLOR	\$1,045.00
Air/Rail Travel (external)	02/15/06	Butler, Jr. J	201.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$201.00
Out-of-Town Travel	02/15/06	Butler, Jr. J	6.01
Out-of-Town Travel	02/15/06	Butler, Jr. J	194.48
Out-of-Town Travel	02/15/06	Butler, Jr. J	5.51
		TOTAL OUT-OF-TOWN TRAVEL	\$206.00
Messengers/ Courier	02/10/06	Quick Int'l - Ny	179.00
		TOTAL MESSENGERS/ COURIER	\$179.00
Out-of-Town Meals	02/15/06	Butler, Jr. J	10.00
		TOTAL OUT-OF-TOWN MEALS	\$10.00
		TOTAL MATTER	\$1,641.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Secured Claims

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	03/06/06	0.50	FOLLOW UP WORK RE: ECLIPSE LIEN PAYMENT (0.1); RESOLUTION OF TWO ADDITIONAL LIEN MATTERS (0.2); TELECONFERENCE WITH CREDITOR RE: POSSIBLE SET OFF CLAIM AND SECTION OF DIP ORDER (0.2).
MATZ TJ	03/07/06	0.30	WORK ON LIEN REQUEST OF LAKESIDE AND OMEGA, AND RESOLUTIONS OF SAME (0.3).
MATZ TJ	03/08/06	0.50	WORK ON PHILIPS SERVICES LIEN MATTERS. (0.5).
MATZ TJ	03/13/06	0.60	CONTINUING WORK ON ECLIPSE TOOL & DYE/ TRANSFER OF CLAIM/RESOLUTION (0.2); REVIEW AND COMMENT ON RESPONSES TO TIMETABLE SERVICE ISSUES IN 4 JURISDICTIONS (0.4).
MATZ TJ	03/16/06	0.30	FOLLOW UP WORK ON OUTSTANDING LIENS ISSUE (0.3).
MATZ TJ	03/19/06	0.30	FOLLOW UP WORK ON OUTSTANDING LIENS, RESOLUTION THEREOF (0.3).
MATZ TJ	03/22/06	0.40	CONTINUE TO WORK ON OUTSTANDING LIEN CLAIMS (0.4).
MATZ TJ	03/24/06	0.50	WORK ON ULTRATECH LIEN MATTER (0.2); TELECONFERENCES WITH SUPPLIER RE: CONTRACT MATTER (0.2); FOLLOW UP RE: SAME (0.1).
MATZ TJ	03/27/06	0.20	ANALYZE GEM AIR AND PICKREL LIEN CLAIMS, DISALLOWANCE (0.2).
MATZ TJ	03/28/06	0.30	FOLLOW UP WORK RE: OUTSTANDING LIEN RESOLUTIONS (0.3).
		3.90	
Total Counsel		3.90	
DE ELIZALDE D	03/02/06	3.40	UPDATE MECHANIC'S LIENS CHART AND STATUS OF CLAIMS (1.5); ANSWER REQUEST FROM LIEN CLAIMANT ECLIPSE TOOL AND DIE (0.4); ANALYSIS OF CLAIMS FOR INDUSTRIAL CLEANING PER M. HALL'S REQUEST (1.5).
DE ELIZALDE D	03/03/06	3.00	COORDINATE FILING OF ESSENTIAL SUPPLIER ORDER (0.6); RESPONSE TO LETTER FROM ECLIPSE TOOL REQUESTING PAYMENT OF SETTLEMENT AGREEMENT AND COORDINATED PAYMENT WITH COMPANY (1.5); ANALYSIS OF PSC CLAIM UNDER THE LIEN CLAIMANTS ORDER (0.9).

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DE ELIZALDE D	03/06/06	2.80	UPDATE STATUS CHART RE: LIENS (1.5); RESEARCH MISSISSIPPI STATUTE RE: MECHANIC'S LIEN (1.3).
DE ELIZALDE D	03/07/06	2.20	ANALYSIS OF PSC CLAIM (0.6); ANALYSIS OF COMPLAINTS BY LAKESIDE AND OMEGA (0.5); UPDATED M. HALL WITH NEW LIEN CLAIMS (0.3); ANALYSIS OF SAP CLAIM (0.8).
DE ELIZALDE D	03/08/06	2.10	ARRANGE FOR TERMINATION OF UCC FINANCING STATEMENT RE: ECLIPSE TOOL & DIE LIEN (0.9); REQUEST FILING OF WITHDRAWAL OF MOTION TO LIFT STAY (0.7); ADJOURNMENT OF PRE-TRIAL CONFERENCE OF ADVERSARY PROCEEDINGS (0.5).
DE ELIZALDE D	03/09/06	0.80	TELECONFERENCE WITH M. HALL RE: ADLER AND PSC'S ALLEGED LIENS (0.2); ANALYSIS RE: INDIANA STATUTE OF MECHANICS' LIENS (0.6).
DE ELIZALDE D	03/13/06	1.90	DRAFT MEMO RE: FINDINGS OF RESEARCH OF WHETHER INDUSTRIAL CLEANING WOULD CONSTITUTE LIENABLE WORK UNDER THE STATUTES OF FOUR STATES (1.9).
DE ELIZALDE D	03/14/06	1.80	REVIEW AND REVISE NOTICE OF TRANSFER OF CLAIM RE: ECLIPSE (0.5); RESEARCH AND DRAFT MEMO RE: WHETHER INDUSTRIAL CLEANING MIGHT CONSTITUTE LIENABLE WORK UNDER THE MECHANICS' LIENS STATUTES OF THE FOLLOWING STATES: INDIANA, NEW JERSEY, ALABAMA, AND MISSISSIPPI (0.9); REVIEW LANGUAGE TO BE INCLUDED IN ORDER DISMISSING COMPLAINTS (0.4).
DE ELIZALDE D	03/21/06	5.20	RESEARCH RE: TENNESSEE MOLDER'S LIEN LAW (0.9); UPDATED CHART RE: MOLDERS' LIEN STATE LAWS (0.5); INFORMED Y. ELISSA OF RESULT OF RESEARCH (0.4); SENT PROPOSED LANGUAGE FOR INCLUSION IN ORDER DISMISSING ADVERSARY PROCEEDINGS (0.5); CONTACTED COUNSEL FOR ECLIPSE RE: FILING TRANSFER OF CLAIM (0.4); RESEARCH RE: OHIO MECHANICS' LIENS LAW (0.9); ANALYSIS OF CLAIMS BY GEM AIR AND PICKREL (1.6).
DE ELIZALDE D	03/22/06	1.50	ANALYSIS OF MTI'S PLAN OF LIQUIDATION AND ISSUE RE: VOTING OF ECLIPSE'S CLAIM (1.5).
DE ELIZALDE D	03/23/06	3.10	ANALYSIS OF SEVERAL CLAIMS ASSERTING MOLDERS' LIENS (0.8); RESEARCH RE: ILLINOIS TOOL AND DIE LIEN STATUTE (0.5); RESEARCH RE: CALIFORNIA TOOL LIEN STATUTE (1.2); UPDATED CHART RE: TOOLING LIENS STATUTES (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	03/24/06	3.70	TELECONFERENCE WITH DELPHI RE: ULTRATECH AND ANALYSIS OF ULTRATECH'S CLAIM (1.5); UPDATE CHART RE: TOOLING LIEN STATE STATUTES (1.9); ANALYSIS OF LIEN CLAIM (0.3).
DE ELIZALDE D	03/27/06	1.10	CONTACTED PLAINTIFF'S ATTORNEY RE: EXTENSION OF DEADLINE TO ANSWER COMPLAINTS (0.2); RESPONDED TO COMPANY RE: LIENABLE CLAIMS OF GEM AIR AND PICKREL (0.9).
DE ELIZALDE D	03/28/06	0.60	TELECONFERENCE WITH PLAINTIFFS' ATTORNEY RE: EXTENSION OF TIME TO ANSWER COMPLAINTS (0.4); EMAILED Y. ELISSA RE: EXTENSION OF DEADLINE TO RESPOND TO COMPLAINTS (0.2).
DE ELIZALDE D	03/30/06	2.30	ANALYSIS RE: CASES CITED IN ELDEC'S LETTER (1.8); REQUESTED COPY OF BALLOT FROM ECLIPSE (0.5).
DE ELIZALDE D	03/31/06	1.50	TELECONFERENCE WITH Y. ELISSA RE: CLAIM BY DOTT (0.3); ANALYSIS RE: CLAIM BY ELDEC (0.9); ANALYSIS OF CLAIM UNDER LIEN CLAIMANTS ORDER (0.3).
		37.00	
TOUSSI S	03/01/06	2.30	PREPARE FOR AND PARTICIPATE IN TEAM MEETING RE: OUTSTANDING SETOFF MATTERS (1.0); FOLLOW-UP ISSUES RE: VARIOUS SETOFF SUPPLIERS (0.9); UPDATE SETOFF STATUS CHART (0.4).
TOUSSI S	03/02/06	2.10	ADDRESS AND RESOLVE VARIOUS SETOFF CLAIMANT ISSUES RE: CLAIMS BROUGHT UNDER DIP FINANCING ORDER (1.2); TELECONFERENCE RE: SETOFF STATUS WITH CLIENT, FOLLOWUP ISSUES RE: SAME (0.9).
TOUSSI S	03/03/06	1.70	ADDRESS AND RESOLVE VARIOUS SETOFF MATTERS RELATED TO SETOFF UNDER THE DIP ORDER AND UPDATING SETOFF STATUS CHART (0.6); ADDRESS ISSUES RELATED TO FLEXTRONICS (0.3) AND TI AUTOMOTIVE (0.2); FOLLOWUP WITH VARIOUS SETOFF CLAIMANTS RE: STATUS OF CLAIMS (0.6).
TOUSSI S	03/08/06	1.90	TEAM MEETING RE: STATUS OF SETOFF MATTER (0.8); FOLLOWUP ISSUES WITH VARIOUS SETOFF CLAIMANTS (1.1).
TOUSSI S	03/09/06	1.30	ADDRESS ISSUES RE: FLEXTRONICS STIPULATION AND CORRESPONDENCE RE: SAME (0.8); ADDRESS AND RESOLVE OUTSTANDING SETOFF MATTERS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	03/10/06	1.70	ADDRESS NEW SETOFF CLAIMS AND UPDATE SETOFF STATUS CHART RE: SAME (0.9); FOLLOWUP WITH EXISTING SETOFF MATTERS (0.5); VARIOUS CORRESPONDENCE RE: SAME (0.3).
TOUSSI S	03/14/06	1.80	ADDRESS OUTSTANDING SETOFF ISSUES WITH VARIOUS CLAIMANTS (0.8); ADDRESS FLEXTRONICS STIPULATION AND CORRESPONDENCE RE: SAME (0.3); UPDATE SETOFF STATUS CHART AND CIRCULATE SAME (0.7).
TOUSSI S	03/16/06	2.10	PREPARE FOR AND PARTICIPATE IN TEAM MEETING TO DISCUSS STATUS OF SETOFF MATTERS (1.2); VARIOUS CORRESPONDENCE WITH SETOFF CLAIMANTS TO RESOLVE SAME (0.5); ADDRESS ISSUES RE: FLEXTRONICS (0.4).
TOUSSI S	03/17/06	1.60	ADDRESS VARIOUS SETOFF ISSUES RELATED TO OUTSTANDING SETOFF CLAIMANTS (0.7); VARIOUS CORRESPONDENCE RE: SAME (0.5); DISCUSS ISSUES RE: ATF (0.4).
TOUSSI S	03/21/06	1.40	ADDRESS AND RESOLVE ISSUES RELATED TO OUTSTANDING SETOFF MATTERS (1.1); CORRESPONDENCE RELATED TO SETOFF (0.3).
TOUSSI S	03/22/06	0.80	ADDRESS SETOFF ISSUES UNDER DIP ORDER RE: VARIOUS OUTSTANDING VENDORS (0.8).
TOUSSI S	03/23/06	2.50	ADDRESS AND RESOLVE VARIOUS OUTSTANDING SETOFF MATTERS, INCLUDING REVIEW OF DRAFT STIPULATIONS (1.7); REVIEW SETOFF REQUEST BY NISSAN (0.3); UPDATE SETOFF STATUS CHART (0.5).
TOUSSI S	03/24/06	2.10	WORK ON VARIOUS OUTSTANDING SETOFF DEMANDS (1.2); ADDRESS LATEST DEMAND BY TI AUTOMOTIVE (0.3); REVIEW VARIOUS STIPULATIONS (0.6).
TOUSSI S	03/27/06	2.20	ADDRESS OUTSTANDING SETOFF CLAIMANT ISSUES (1.2); REVIEW RECENTLY FILED SETOFF CLAIMS AND INCLUDE IN SETOFF CHART (1.0).
TOUSSI S	03/29/06	3.80	UPDATE SETOFF CHART TO REFLECT RECENT SETOFF CLAIMANTS (0.8); TEAM MEETING TO DISCUSS STATUS OF SETOFF MATTERS (0.7); ADDRESS AND RESOLVE VARIOUS OUTSTANDING SETOFF CLAIMS (1.5); REVISE STIPULATION RE: FLEXTRONICS (0.5); ADDRESS ISSUES RE: ATF (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	03/30/06	2.30	ADDRESS AND RESOLVE VARIOUS OUTSTANDING SETOFF MATTERS (1.0); RESEARCH ISSUES RE: SETOFF RE ADMINISTRATIVE FREEZE AND DEBTORS' RIGHT TO SETOFF UNDER 558 (0.8); ADDRESS SETOFF DISPUTE WITH ATF AND RELATED RECLAMATION MATTERS (0.3); ADDRESS ISSUES RE FLEXTRONICS (0.2).
		31.60	
ZALTZMAN H	03/01/06	0.90	REVIEW ISI OF INDIANA SETOFF REQUEST AND UPDATE CHART (0.5); REVIEW SOURCE ELECTRONICS SETOFF REQUEST AND UPDATE CHART (0.2) REVIEW VENTURE PLASTICS, INC. SETOFF REQUEST AND UPDATE CHART (0.2).
ZALTZMAN H	03/08/06	1.50	DISCUSS SETOFF SITUATION WITH D. FIDLER, B. TURNER AND K. COMERFORD OF DELPHI AND N. BERGER OF TOGUT (1.2); REVIEW H. STEUKEN SETOFF ISSUES (0.3).
ZALTZMAN H	03/14/06	1.70	REVIEW FLORIDA PRODUCTION ENGINEERING SETOFF REQUEST AND UPDATE CHART (0.2); REVIEW GW PLASTICS SETOFF REQUEST AND UPDATE SETOFF CHART (0.2); REVIEW MIDWEST MOLDING SETOFF REQUEST AND UPDATE CHART (0.2); REVIEW MID-AMERICAN PRODUCTS SETOFF REQUEST AND UPDATE CHART (0.3); REVIEW ALL MAILINGS CONCERNING SETOFF REQUESTS AND WHETHER THEY NEED INCLUSION IN SETOFF CHART (0.8).
ZALTZMAN H	03/15/06	0.50	REVIEW OFFSHORE GROUP'S SETOFF REQUEST AND UPDATE CHART (0.5).
ZALTZMAN H	03/16/06	0.40	REVIEW PBR COLUMBIA SETOFF SITUATION (0.4).
ZALTZMAN H	03/17/06	0.40	REVIEW LYALL TECH'S SETOFF ISSUES AND INVOICE INFORMATION (0.4).
ZALTZMAN H	03/23/06	2.10	REVIEW ASAHIKASEI'S SETOFF REQUEST AND UPDATE CHART (0.5); TELECONFERENCE WITH B. DILLAR OF DELPHI, NEIL BERGER OF TOGUT RE: SETOFF STATUS (1.0); REVIEW DEKKO STAMPING SETOFF STATUS (0.4); DRAFT EMAIL LETTER TO M. SEIFERT OF HALLER COLVIN RE: DEKKO STAMPING SETOFF REQUEST (0.2).
ZALTZMAN H	03/28/06	0.70	CORRESPOND WITH M. SEIFERT OF HALLER COLVIN RE: DEKKO STAMPING SETOFF REQUEST (0.2); CORRESPOND WITH C. HEINEY OF HALLER COLVIN RE: DEKKO STAMPING SETOFF (0.2); REVIEW ESSEX SETOFF REQUEST SITUATION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	03/29/06	1.90	REVIEW ESSEX SETOFF ISSUE WITH N. BERGER OF TOGURT(0.1); CORRESPOND WITH D. WEINER OF SCHAFER WEINER RE: ANDROID INDUSTRIES SETOFF REQUEST (0.1;) SETOFF WEEKLY TELECONFERENCE WITH N. BERGER OF TOGURT, B. DILLAR OF DELPHI AND R. FLATMAYER OF FTI (1.0) REVIEW TAWAS INDUSTRIES SETOFF REQUEST AND UPDATE CHART (0.4); REVIEW GE SETOFF REQUEST AND UPDATE CHART (0.3).
		10.10	
Total Associate		78.70	
TOTAL TIME		<u>82.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Secured Claims**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	03/31/06	Telecommunications, D	1.07
Telephone Expense	03/31/06	Telecommunications, D	0.93
		TOTAL TELEPHONE EXPENSE	\$2.00
		TOTAL MATTER	\$2.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Secured Claims

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/04/06	0.60	TELECONFERENCE WITH K. ZIMAN RE ADDITIONAL DUE DILIGENCE ON TRANSFORMATION PLAN (0.2); EMAILS FROM/TO R. EISENBERG RE SAME (0.2); FOLLOW-UP ON SAME AND NEXT STEPS (0.2).
BUTLER, JR. J	04/05/06	0.30	REVIEW PRESENTATION MATERIALS FOR ALVAREZ & MARSAL (0.3).
BUTLER, JR. J	04/06/06	0.30	EMAILS FROM/TO R. EISENBERG RE DISTRIBUTION TO PRIVATE-SIDE LENDERS RE PRESENTATION MATERIALS FOR ALVAREZ & MARSAL AND EVALUATE SAME (0.3).
BUTLER, JR. J	04/11/06	0.20	REVIEW AND EVALUATE ATF SETOFF CLAIM ISSUES (0.2).
BUTLER, JR. J	04/21/06	0.20	EMAILS FROM/TO K. ZIMAN RE PREPETITION LENDER GROUP DUE DILIGENCE MATTERS (0.2).
BUTLER, JR. J	04/23/06	0.20	EMAILS FROM/TO K. ZIMAN RE: PREPETITION LENDER GROUP DUE DILIGENCE MATTERS (0.2).
BUTLER, JR. J	04/25/06	0.40	PREPARE FOR (0.1) AND PARTICIPATE IN (0.3) TELECONFERENCE WITH K. ZIMAN RE: PREPETITION LENDER GROUP DUE DILIGENCE MATTERS AND STATUS OF UCC/LENDER PERFECTION REVIEW.
		2.20	
Total Partner		2.20	
MATZ TJ	04/05/06	0.30	FOLLOW UP RE: DOTT AND PRO TECH PLASTICS LIENS RESOLUTION (0.3).
MATZ TJ	04/10/06	1.90	REVIEW AND COMMENT ON ATF SET OFF MATTER (0.4); TELECONFERENCE AND CORRESPONDENCE WITH J. HUMPHREY (COUNSEL) RE: SAME (0.4); FURTHER REVIEW OF ISSUES (0.2); REVIEW SETTLEMENT PROCEDURES MATTERS AND DISPOSITION THEREUNDER OF VARIOUS CLAIMS (INCLUDING FLEXTRONICS) (0.6); REVIEW AND COMMENT ON DOOSAN SECURITY AGREEMENT (0.3).
MATZ TJ	04/11/06	0.50	CORRESPONDENCE WITH J. HUMPHREY RE: PREFERRED OUTSOURCING RE: SET OFF ISSUE (0.2); TELECONFERENCE WITH J. HUMPHREY RE: PREFERRED OUTSOURCING RE: SET OFF ISSUE (0.2); CORRESPONDENCE RE: AFT SET OFF MATTER (0.1).

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MATZ TJ	04/12/06	0.70	FOLLOW UP TELECONFERENCE FROM J. HUMPHREY RE: PREFERRED OUTSOURCING SET OFF CLAIM (0.2); REVIEW CORRESPONDENCE RE: AFT SET OFF CLAIM (0.3); COMMENT ON SET OFF MATER (0.2).
MATZ TJ	04/20/06	0.10	CONFIRM STATUS OF ATS LIEN CLAIM (0.1).
MATZ TJ	04/24/06	0.10	CORRESPONDENCE WITH N. BERGER RE: SETOFF (0.1).
MATZ TJ	04/28/06	0.20	FOLLOW UP WORK RE: OUTSTANDING LIEN REQUEST (0.2).
		3.80	
Total Counsel		3.80	
DE ELIZALDE D	04/03/06	0.50	TELECONFERENCE WITH Y. ELISSA AND PLAINTIFFS' ATTORNEY RE: POSSIBLE SETTLEMENT (0.5).
DE ELIZALDE D	04/04/06	1.00	ANALYSIS OF CLAIM BY DOOSAN (0.5); RESCHEDULE TELECONFERENCE WITH CHAMBERS RE: COMPLAINTS FILED BY ALLEGED LIEN CLAIMANTS (0.5).
DE ELIZALDE D	04/05/06	2.70	ANALYSIS RE: PROPOSED SETTLEMENT WITH DOTT (1.2); TELECONFERENCE WITH R. HEILMAN RE: PROPOSED ORDERS DISMISSING COMPLAINTS (0.4); ANALYSIS OF PRO TECH PLASTICS LIEN (1.1).
DE ELIZALDE D	04/06/06	0.20	FOLLOW UP ON ULTRATECH'S CLAIM (0.2).
DE ELIZALDE D	04/07/06	0.50	DRAFT ANSWER RE: DOOSAN ASSERTED LIEN (0.5).
DE ELIZALDE D	04/13/06	1.10	REVIEW AND REVISE DRAFT LETTER RE: MIM AND IAC'S CLAIM (0.7); UPDATE INFORMATION RE: L&W (0.4).
DE ELIZALDE D	04/17/06	0.30	ANALYSIS OF ELDEC'S CLAIM (0.3).
DE ELIZALDE D	04/19/06	1.40	ANALYSIS OF L&W CLAIM (0.9); ANALYSIS RE: ATS CLAIM (0.5).
DE ELIZALDE D	04/21/06	1.60	EMAIL M. HALL RE: RESEARCH ABOUT ADLER'S LIENABLE CLAIMS (0.9); REVIEW ANALYSIS OF ELDEC'S CLAIMS (0.3); TELECONFERENCE WITH PRO TECH'S ATTORNEY (0.4).
		9.30	

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DIAZ LB	04/03/06	2.00	CONTINUE TO DRAFT LETTER TO BORGWARNER RE: POSSIBLE SETOFF CLAIM (2.0) .
DIAZ LB	04/04/06	1.40	REVISE BORG WARNER LETTER RE: POSSIBLE SETOFF CLAIMS (1.4) .
DIAZ LB	04/11/06	2.60	BEGIN RESEARCHING PERMISSIBLE SETOFF CLAIMS RE: SUPPLIERS (2.6) .
DIAZ LB	04/13/06	2.10	RESEARCH RE: PERMISSIBLE SETOFFS (2.1) .
DIAZ LB	04/14/06	3.40	RESEARCH CASE LAW RE: PERMISSIBLE SETOFFS (3.4) .
DIAZ LB	04/17/06	6.10	CONTINUE SETOFF RESEARCH RE: SUPPLIERS (6.1) .
DIAZ LB	04/18/06	3.80	CONTINUE SET-OFF CASE LAW RESEARCH (3.8) .
DIAZ LB	04/19/06	1.10	CONTINUE RESEARCH RE: SETOFF (1.1) .
		22.50	
HERRIOTT AV	04/25/06	3.00	BEGIN EVALUATING LIENHOLDERS' REQUEST FOR ADEQUATE ASSURANCE (3.0) .
HERRIOTT AV	04/26/06	0.30	CONTINUE TO EVALUATE CLAIM FOR ADEQUATE PROTECTION FROM DANE SYSTEMS (0.3) .
HERRIOTT AV	04/27/06	2.10	CONTINUE TO REVIEW STANDARDS AND BEGIN FORMULATING RESPONSE TO MOTION FOR ADEQUATE PROTECTION FILED BY DANE SYSTEMS LLC (2.1) .
HERRIOTT AV	04/28/06	1.40	TELEPHONIC MEETING WITH Y. ELISSA, D. PARR RE: DANE SYSTEMS (0.4); CONTINUE TO REVIEW AND EVALUATE DANE'S ADEQUATE PROTECTION REQUEST (1.0) .
		6.80	
MEISLER RE	04/02/06	0.70	REVIEW SETOFF MEMO (0.5); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.2) .
MEISLER RE	04/25/06	0.30	ATTENTION TO LIEN HOLDER'S MOTION FOR ADEQUATE PROTECTION (0.3) .
		1.00	

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TOUSSI S	04/03/06	1.80	ADDRESS ISSUES RE: RESOLVING SETOFF CLAIMS BY HEREAUES, GW PLASTICS, AND TI AUTOMOTIVE (1.2); REVIEW RECENTLY FILED SETOFF CLAIMS AND UPDATE SETOFF CHART (0.6).
TOUSSI S	04/04/06	1.90	ADDRESS NEW SETOFF MATTERS AND UPDATE SETOFF STATUS CHART TO REFLECT SAME (0.7); ADDRESS SETOFF ISSUES WITH ATF, CARLCO, AND NOMO (0.5); ANALYZE INTERCOMPANY SETOFF MATTERS UNDER CASE MANAGEMENT ORDER (0.7).
TOUSSI S	04/06/06	3.60	UPDATE SETOFF STATUS CHART AND DISTRIBUTE SAME IN CONNECTION WITH TEAM MEETING (0.8); ADDRESS SETOFF ISSUES WITH SUMCO, CARLCO, AND NOMO AND RESPOND TO SAME (0.7); REVIEW NEW SETOFF CLAIM BY TAURUS AND INCORPORATE INTO CHART (0.3); ADDRESS FLOFORM SETOFF CLAIM UNDER FOREIGN VENDORS MOTION (0.4); CORRESPOND WITH FLEXTRONICS COUNSEL TO RESOLVE OUTSTANDING ISSUES ON SETOFF STIPULATION (0.4); ANALYZE INTERCOMPANY SETOFF MATTERS AND RESEARCH ISSUES RELATED MATTERS (1.0).
TOUSSI S	04/07/06	2.30	ADDRESS RECENTLY SETOFF CLAIMS AND INCORPORATE SAME INTO SETOFF CHART (0.7); ADDRESS ATF SETOFF MATTERS (0.3); ADDRESS ISSUES RE: DAIMLER'S SETOFF CLAIM AND PROPOSED CREDITS (0.3); ADDRESS SETOFF MY ANDROID AND CONTACT COUNSEL RE: SAME (0.3); REVIEW SETOFF STIPULATIONS (0.4); CORRESPONDENCE RE: FLEXTRONICS SETOFF AND STATUS OF SAME WITH S. REISMAN (0.3).
TOUSSI S	04/10/06	4.30	REVIEW AND ANALYZE NEW SETOFF CLAIMS FILED BY MARK IV AND PBR (0.6); UPDATE SETOFF STATUS CHART TO REFLECT NEW CLAIMS AND RESOLUTION OF OTHER CLAIMS (0.4); ADDRESS ISSUES RE: LEAR, FEDERAL MOGUL (0.3), ADDRESS ISSUES RE: ANDROID AND A-1 SPECIALIZED SOLUTIONS (0.6); ADDRESS ISSUES RE: CALSONIC SETOFF AND CORRESPONDENCE RE: SAME (0.8); ADDRESS ISSUES RE: ATF WIRE TRANSFER DISPUTE AND CREDITS FOR PLANT SHUTDOWN (0.5); DISCUSS RESOLVING FLOFORM'S SETOFF CLAIM THROUGH FOREIGN VENDORS MOTIONS, REVIEW SAME (0.4); ADDRESS INTERCOMPANY SETOFF MATTERS (0.7).

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TOUSSI S	04/11/06	2.50	ADDRESS NEW SETOFF MATTERS AND INCORPORATE INTO SETOFF STATUS CHART (0.7); REVIEW COMPANY'S STATUS CHART (0.3); ADDRESS SETOFF ISSUES WITH TECH TOOL AND PREFERRED SOURCING (0.6); REVIEW TI AUTO SETTLEMENT (0.3); ADDRESS ISSUES RE: SUMCO SETTLEMENT (0.2); DISCUSS WITH DAETWYLER'S COUNSEL PROCEDURES FOR SETOFF AND PROCESSING OF CLAIM (0.4).
TOUSSI S	04/12/06	3.70	PREPARE FOR TELECONFERENCE RE: STATUS OF SETOFF MATTERS (0.7); SETOFF CALL TO DISCUSS STATUS OF SETOFF MATTERS (0.8); FOLLOWUP ISSUES RE: SAME (0.5); ADDRESS SETOFF DISPUTE WITH ATF AND DEBTORS RIGHT TO SETOFF WITHOUT REGARD TO MUTUALITY (0.8); ADDRESS SETOFF ISSUES WITH NORSE HYDRO AND SOURCE ELECTRONICS (0.5); REVIEW SETOFF CLAIMS WITH LEAR AND FEDERAL MOGUL (0.4).
TOUSSI S	04/21/06	0.50	ADDRESS ISSUES RE: ATF SETOFF CLAIM AND ISSUES RE: CREDITS (0.3); VARIOUS CORRESPONDENCE RE: SAME (0.2).
TOUSSI S	04/24/06	1.60	REVIEW SETTLEMENT AGREEMENT RE: TI (0.2); REVIEW RECONCILIATIONS FOR AUTOLIV (0.3); ADDRESS NEW SETOFF CLAIM BY BUDD AND TRIANGULAR ISSUES RAISED IN MOTION (0.4); INCORPORATE NEW SETOFF MATTERS INTO SETOFF CHART (0.5); ADDRESS ISSUES WITH ATF AND MISTAKEN CREDITS (0.2).
TOUSSI S	04/25/06	2.50	ADDRESS OUTSTANDING SETOFF MATTERS RE: FLOFORM, ANDROID INDUSTRIES, AND FLEXTRONICS (0.9); UPDATES SAME FOR SETOFF CHART AND INCLUDE NEW SETOFF CLAIMS (0.7); REVIEW DRAFT OF SETTLEMENT OFFERS WITH LEAR AND SPECMO (0.5); ADDRESS ISSUES RE: SETOFF DISPUTE WITH ATF AND RETURN OF CREDITS (0.4).
TOUSSI S	04/26/06	4.10	DRAFT LETTER TO AI RE: PAYMENT OF PREPETITION BALANCE AND REJECTION OF SETOFF CLAIM (1.2); ADDRESS OUTSTANDING SETOFF MATTERS WITH ASAHI, A-1 SYSTEMS, CALSONIC, AND W.C. HERAEUS (0.8); UPDATE SETOFF CHART AND CIRCULATE SAME (0.7); TELECONFERENCE TO DISCUSS STATUS OF SETOFF MATTERS (0.9); FOLLOWUP ISSUES RE: SAME (0.5).

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TOUSSI S	04/27/06	2.60	DISCUSS REBATES AND SETOFF MATTERS FOR ASHAI (0.4), RESEARCH ISSUES ON SETOFF BY DEBTOR (0.5); ADDRESS OUTSTANDING SETOFF MATTERS FOR VARIOUS SETOFF CLAIMANTS (0.5); FOLLOWUP WORK ON DEMAND LETTER TO AI-SHREVEPORT (0.5); DRAFT LETTER TO A-1 SYSTEMS RE: DENYING SETOFF DEMAND (0.4); UPDATE SETOFF CHART (0.3).
TOUSSI S	04/28/06	1.60	ADDRESS SETOFF CLAIMS BY YAZAKI, ATF AND HERAEUS (0.8); REVIEW STIPULATIONS FOR TI AUTO (0.3); REVIEW NEW SETOFF CLAIM BY WEIGEL (0.2); REVIEW SETOFF CHART (0.3).
		33.00	
TSIROS DV*	04/22/06	2.60	PERFORM RESEARCH RE: CLIENT'S RESPONSE TO ELDEC'S CLAIM (2.6).
TSIROS DV*	04/23/06	2.30	EDIT AND FINALIZE LETTER TO THE COMPANY IN RESPONSE TO ELDEC'S ASSERTION OF RIGHT TO KEEP PART OF EQUIPMENT (2.3).
		4.90	
ZALTZMAN H	04/13/06	0.90	REVIEW BORG WARNER'S MOTION TO LIQUIDATE SETOFF AND RECOUPMENT CLAIMS (0.7) UPDATE SETOFF CHART WITH BORG WARNER'S SETOFF MOTION INFO (0.2).
ZALTZMAN H	04/25/06	5.10	RESEARCH CASE LAW AND CASE PRECEDENT FOR RESPONSES TO LIEN COMPLAINTS (1.0); DRAFT RESPONSE TO L&W'S LIEN COMPLAINT (2.5); REVIEW FINAL DIP FINANCING ORDER RE: L&W'S LIEN COMPLAINT (0.5); REVIEW LIEN PROCEDURES ORDER RE: L&W'S LIEN COMPLAINT (0.4); REVIEW MICHIGAN STATUTORY LAW RE: L&W'S LIEN COMPLAINT (0.4); REVIEW TENNESSEE STATUTORY LAW RE: L&W'S LIEN COMPLAINT (0.2); CORRESPOND WITH E. GERSHBEIN OF KCC RE: LITIGATION LIST (0.1).
ZALTZMAN H	04/26/06	2.20	CONTINUE EDITING RESPONSE TO L&W'S LIEN COMPLAINT (2.0); REVIEW AI AND A-1 SETOFF REQUESTS (0.2).
ZALTZMAN H	04/27/06	2.20	REVIEW ENDEC LIEN CLAIM MATERIALS (0.2); DRAFT LETTER TO ENDEC RE: THEIR LIEN CLAIM (0.8); SPEAK WITH T. BEHNKE OF FTI RE: LITIGATION PARTIES LIST (0.1); RESEARCH CASE LAW RE: L&W LIEN RESPONSE (0.4); EDIT L&W RESPONSE TO LIEN COMPLAINT (0.1); REVIEW L&W LIEN COMPLAINT MATERIALS (0.2); REVIEW NY LIEN LAW RE: STATUTE OF LIMITATIONS RE: LIEN ISSUE (0.4).

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ZALTZMAN H 04/28/06 0.50 REVIEW WEIGEL TOOL WORKS SETOFF
REQUEST AND UPDATE CHART (0.3);
CORRESPOND WITH C. LAGOW OF TOGUT RE:
WEIGEL SETOFF REQUEST (0.2).

10.90

ZAMBRANO K	04/27/06	3.30	RESEARCH RIGHT TO INTEREST UNDER SECTION 506(C) (0.8); RESEARCH RIGHT TO ADEQUATE PROTECTION UNDER SECTION 363 (1.2) AND DRAFT MEMO RE: SAME (1.3).
		3.30	

ZIEGLER VE 04/10/06 5.30 LEGAL RESEARCH RE: APPLICABILITY OF
ECLIPSE LINE AND ADLER LIEN (4.5);
TELECONFERENCES WITH M. HALL AND Y.
ELISSA RE: OUTSTANDING LIEN ISSUES
(0.8).

ZIEGLER VE 04/17/06 3.10 LEGAL RESEARCH RE: NEW KERSEY LINE
STATUTE AND APPLICABILITY TO ADLER'S
LIEN (3.1).

ZIEGLER VE 04/18/06 3.50 EMAIL CORRESPONDENCE WITH Y. ELISSA
RE: L&W'S CLAIM (1.1); DISCUSS ELDEC,
PROTECH AND OTHER OUTSTANDING LIENS
WITH D. DE ELIZALDE (2.4).

ZIEGLER VE 04/19/06 2.10 LEGAL ANALYSIS OF STIPULATION WITH
PROTECH AND LIEN CLAIM (2.1).

ZIEGLER VE 04/21/06 4.90 ANALYZE COMPLAINTS OF OMEGA, DOTT,
LAKESIDE AND L&W (1.6); VARIOUS
TELECONFERENCES AND EMAIL
CORRESPONDENCE WITH R. HEILMAN RE:
L&W LIEN (0.8); EMAIL CORRESPONDENCE
WITH Y. ELISSA RE: L&W'S CLAIM (1.1);
DISCUSS ELDEC, PROTECH AND OTHER
OUTSTANDING LIENS WITH D. DE ELIZALDE
(1.4).

ZIEGLER VE 04/24/06 0.50 TELECONFERENCE WITH ATTORNEY FOR
PROTECH, E. BATES RE: PROTECH'S LIEN
(0.5).

ZIEGLER VE 04/25/06 3.60 EMAIL CORRESPONDENCE RE: ELDEC LIEN
(0.4); TELECONFERENCES WITH M. HALL
RE: PROTECH LIEN (0.4); EMAIL
CORRESPONDENCE WITH S. GOLD RE: ADLER
LIEN (0.2); VARIOUS TELECONFERENCES
AND EMAIL CORRESPONDENCE WITH R.
HEILMAN RE: L&W LIEN (0.5); ANALYSIS
OF L&W LIEN (2.1).

ZIEGLER VE 04/26/06 3.90 VARIOUS TELECONFERENCES AND EMAIL
CORRESPONDENCE WITH R. HEILMAN RE:
L&W LIEN (0.5); ANALYSIS OF L&W LIEN
(2.3); EMAIL CORRESPONDENCE AND CALLS
WITH Y. ELISSA RE: L&W LIEN (1.1).

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ZIEGLER VE	04/27/06	4.60	RESEARCH RE: NY/LOCKPORT LIEN AND STATUTE OF LIMITATIONS (0.5); EMAIL CORRESPONDENCE WITH M. HALL RE: SAME (0.3); VARIOUS TELECONFERENCES AND EMAIL CORRESPONDENCE WITH R. HEILMAN RE: L&W LIEN (0.7); WORK ON L&W REPLY TO COMPLAINT (3.1).
ZIEGLER VE	04/28/06	4.10	VARIOUS TELECONFERENCES AND EMAIL CORRESPONDENCE WITH R. HEILMAN RE: L&W LIEN (0.7); PREPARE STIPULATION EXTENDING DEADLINE FOR RESPONSE TO COMPLAINTS OF OMEGA, DOTT, LAKESIDE AND L&W (0.5); ANALYSIS OF C&W'S REQUESTS (1.8); EMAIL CORRESPONDENCE WITH Y. ELISSA RE: L&W'S CLAIM (1.1).
ZIEGLER VE	04/29/06	3.10	WORK ON L&W REPLY TO COMPLAINT (3.1).
		38.70	
Total Associate/Law Clerk		130.40	
ZSOLDOS AF	04/25/06	2.70	PRECEDENT RESEARCH RE: RESPONSES TO OBJECTIONS TO NOTICE OF LIEN (2.7).
		2.70	
Total Legal Assistant		2.70	
TOTAL TIME		<u>139.10</u>	

* Law clerks are law school graduates
who are not presently admitted to practice.

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**Delphi Corporation (DIP)
Secured Claims**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	04/28/06	Telecommunications, D	0.86
Telephone Expense	04/28/06	Telecommunications, D	1.10
Telephone Expense	04/28/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$2.00
Lexis/Nexis	04/25/06	Zaltzman H	353.42
Lexis/Nexis	04/26/06	Zaltzman H	13.02
Lexis/Nexis	04/27/06	Zaltzman H	95.98
Lexis/Nexis	04/27/06	Zambrano K	139.58
		TOTAL LEXIS/NEXIS	\$602.00
		TOTAL MATTER	\$604.00

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**Delphi Corporation (DIP)
Secured Claims**

**Bill Date: 06/30/06
Bill Number: 1112661**

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	05/01/06	1.00	REVIEW OF L&W COMPLAINT, INVESTIGATED BACKGROUND, AND DEVELOPED STRATEGIES RE: THE SAME (1.0).
LYONS JK	05/31/06	1.10	REVIEW AND COMMENTS TO L&W ANSWER AND DISCUSSED STRATEGIES AND VALIDITY OF LIEN ISSUES (1.1).
		2.10	
Total Partner		2.10	
HERRIOTT AV	05/01/06	2.80	CONTINUE TO ANALYZE DANE SYSTEMS' ALLEGED LIEN OVER CERTAIN DEBTOR ASSETS (2.4); ANALYZE WHETHER CONTRACT IS TRUE LEASE OR DISGUISED FINANCING (0.4).
HERRIOTT AV	05/02/06	0.30	CONTINUE ANALYZING DANE SYSTEMS' RIGHT TO ASSERT ALLEGED LIEN (0.3).
HERRIOTT AV	05/04/06	1.30	RESEARCH CHOICE OF LAW ISSUE IN CONNECTION WITH DANE'S ASSERTION OF LIEN (1.3).
HERRIOTT AV	05/05/06	0.80	CONTINUE RESEARCH RE: DANE ALLEGED LIEN (0.8).
HERRIOTT AV	05/25/06	0.20	RESPOND TO QUESTIONS RE: LIEN RESEARCH IN CONNECTION WITH DANE SYSTEMS ALLEGED LIEN (0.2).
HERRIOTT AV	05/26/06	1.30	REVIEW RESEARCH RE: LIENS AND CHOICE OF LAW RELATING TO DANE SYSTEMS ALLEGED LIEN (0.9); BEGIN DRAFT OF PREPETITION LENDERS PRESENTATION (0.4).
HERRIOTT AV	05/31/06	0.10	FOLLOW UP ON LIEN RESEARCH (0.1).
		6.80	
JJINGO MJ*	05/10/06	8.20	RESEARCH POSSESSORY LIEN ISSUES (8.2).
JJINGO MJ*	05/11/06	3.90	CONTINUE TO RESEARCH POSSESSORY LIEN ISSUES (3.9).
JJINGO MJ*	05/12/06	3.00	CONTINUE TO RESEARCH POSSESSORY LIEN ISSUES (3.0).
JJINGO MJ*	05/15/06	4.10	CONTINUE TO RESEARCH POSSESSORY LIEN ISSUES (4.1).
JJINGO MJ*	05/17/06	4.00	RESEARCH LIEN ISSUE (2.3); REVIEW CORRESPONDENCE BETWEEN DELPHI AND AVAYA WORLD SERVICES (0.6); DRAFT AND REVISE LETTER TO AVAYA WORLD SERVICES (1.1).

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JJINGO MJ*	05/18/06	5.60	REVIEW MOTION FOR SUMMARY JUDGMENT PRECEDENT (2.5); RESEARCH LIEN ISSUES (3.1).
JJINGO MJ*	05/19/06	2.90	CONTINUE TO RESEARCH AND REVISE MEMO RELATED TO CERTAIN POSSESSORY LIEN ISSUES (2.9).
JJINGO MJ*	05/24/06	4.90	RESEARCH EXECUTORY LIEN ISSUE (4.3); REVISE MEMO ON LIEN ISSUE (0.6).
JJINGO MJ*	05/25/06	2.30	REVISE MEMO ON NOTICE OF LIEN ISSUE (2.3).
JJINGO MJ*	05/26/06	0.80	REVIEW RESEARCH ON POSSESSORY LIEN ISSUES AND STRATEGIZE RE: THE SAME (0.8).

39.70

MEISLER RE	05/01/06	2.20	ATTENTION TO L&W COMPLAINT RE: VALIDITY AND PRIORITY OF LIENS (1.1); TELECONFERENCES WITH M. NEWMAN, COUNSEL TO L&W RE: SAME (0.1, 0.1); FOLLOW UP RE: SAME (0.9).
MEISLER RE	05/02/06	1.20	PREPARE FOR TELECONFERENCE WITH CLIENT RE: L&W COMPLAINT RE: VALIDITY AND PRIORITY OF LIENS (0.2); PARTICIPATE ON TELECONFERENCE WITH CLIENT (INCLUDING Y. ELISSA) RE: SAME (0.7); FOLLOW UP RE: SAME (0.3).
MEISLER RE	05/05/06	0.30	REVIEW RECENT SETOFF REQUESTS (0.3).
MEISLER RE	05/08/06	1.00	REVIEW AND REVISE ANSWER TO L&W COMPLAINT (1.0).
MEISLER RE	05/09/06	1.10	CONTINUE TO REVIEW AND REVISE ANSWER TO L&W COMPLAINT (0.7); REVIEW CASE LAW RE: SAME (0.4).
MEISLER RE	05/10/06	1.80	CONTINUE TO ANALYZE L&W COMPLAINT AND REVIEW AND REVISE ANSWER TO SAME (1.8).
MEISLER RE	05/11/06	1.20	CONTINUE TO ANALYZE L&W COMPLAINT AND STRATEGIZE RE: DEFENSES AND COUNTERCLAIMS (0.9); DRAFT CORRESPONDENCE RE: SETOFF (0.3).
MEISLER RE	05/12/06	0.60	CONTINUED ATTENTION TO SETOFF REQUESTS (0.3); CONTINUE TO ANALYZE L&W COMPLAINT AND STRATEGIZE RE: DEFENSES AND COUNTERCLAIMS (0.3).
MEISLER RE	05/13/06	1.50	CONTINUE TO ANALYZE L&W COMPLAINT AND STRATEGIZE RE: DEFENSES AND COUNTERCLAIMS (1.5).
MEISLER RE	05/15/06	0.20	CONTINUED TO REVIEW AND EDIT ANSWER TO L&W COMPLAINT (0.2).
MEISLER RE	05/21/06	0.40	REVIEW 2004 MOTION RE: BARCLAYS (0.4).

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MEISLER RE	05/22/06	0.20	TELECONFERENCE WITH A. SHERMAN RE: HP SETOFF REQUEST (0.1); FOLLOW UP RE: SAME (0.1).
MEISLER RE	05/24/06	0.20	TELECONFERENCE WITH M. NEWMAN RE: SETOFF (0.1); TELECONFERENCE WITH N. BERGER RE: SAME (0.1).
MEISLER RE	05/28/06	0.40	REVIEW AND REVISE ANSWER TO L&W COMPLAINT (0.4).
MEISLER RE	05/30/06	0.30	REVIEW COMMENTS TO ANSWER TO L&W COMPLAINT (0.3).
12.60			
TOUSSI S	04/30/06	2.90	ADDRESS OUTSTANDING SETOFF ISSUES RELATED TO VARIOUS CLAIMANTS (0.8); UPDATE SETOFF STATUS CHART (0.5); RESEARCH ISSUES RE: PBR SETOFF CLAIM (0.4); REVIEW FILINGS RE: SETOFF MATTERS (0.2); REVIEW TRANSCRIPTS FROM OMNIBUS HEARING (1.0).
TOUSSI S	05/01/06	5.10	ADDRESS AND RESOLVE SETOFF AND RECOUPMENT ISSUES WITH ATF (1.3); ADDRESS OUTSTANDING SETOFF ISSUES AND PREPARE/RESPOND TO CORRESPONDENCE RE YAKAKI, DAIMLER AND HEREUAS (1.4); REVIEW AND EDIT VARIOUS SETTLEMENTS OF SETOFF MATTERS (1.5); PREPARE FOR (0.3) AND TEAM MEETING RE STATUS OF CASE (0.6).
TOUSSI S	05/02/06	3.40	ADDRESS MUTUALITY ISSUES RE HERAUES (0.8); ADDRESS OUTSTANDING SETOFF MATTERS UNDER DIP ORDER RE YAZAKI, ATF, DAIMLER, CALSONIC AND MORGAN (1.2); UPDATE SETOFF STATUS CHART (0.7); REVIEW SETTLEMENT AGREEMENTS AND ADDRESS ISSUES RE SAME (0.7).
TOUSSI S	05/03/06	3.00	ADDRESS SETOFF ISSUES BY HERAUES, NORTH HYDRO AND PBR (1.0); FOLLOW UP ON CREDIT DISPUTE WITH ATF AND REVERSING INADVERTENT CREDITS TAKEN (0.8), DISCUSS WITH CLIENT RE STATUS OF ATF SETOFF AND RECOUPMENT CLAIMS IN GENERAL (0.7); UPDATE SETOFF STATUS CHART (0.5).
TOUSSI S	05/05/06	2.50	ADDRESS SETOFF MATTERS BY ATF, PBR, TENNECO AND ASAHI (1.5); UPDATE STATUS CHART (0.5); VARIOUS CORRESPONDENCE RE SAME (0.5).
TOUSSI S	05/08/06	6.20	ADDRESS ISSUES RE NEW OMNIBUS HEARING DATE (0.5); CORRESPONDENCE WITH ALL 9019 COUNSEL RE POSTPONEMENT OF HEARING RE MOTIONS (1.2).

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TOUSSI S	05/09/06	1.40	CORRESPONDENCE WITH DENSO, XM, CARBON AND FLEXTRONICS COUNSEL RE POSTPONEMENT OF OMNIBUS HEARING (0.8); DISCUSS AMENDMENT TO XM SETTLEMENT ORDER AND FOLLOW UP ISSUES RE SAME (0.6).
TOUSSI S	05/12/06	2.40	ADDRESS OUTSTANDING SETOFF CLAIMS WITH ASahi, ANDROID, AI (AI-SHREVPORT), AND DAIMLER (1.5); UPDATE STATUS CHART (0.5); DISCUSS STATUS OF CLAIMS WITH CLIENT (0.4).
TOUSSI S	05/15/06	1.30	ADDRESS VARIOUS OUTSTANDING SETOFF MATTERS RE TENNECO, ATF, KAISER AND CALSONIC (1.0); UPDATE SETOFF STATUS CHART (0.3).
TOUSSI S	05/17/06	1.30	REVIEW CORRESPONDENCE RE BOSCH (0.2); REVIEW VARIOUS SETTLEMENT AGREEMENTS RE SETOFF (0.3); ADDRESS OUTSTANDING SETOFF MATTERS (0.8).
TOUSSI S	05/19/06	0.80	ADDRESS ISSUES RE: OUTSTANDING SETOFF MATTERS (0.8).
TOUSSI S	05/24/06	4.90	PREPARE PROFFERS FOR DENSO, XM, FLEXTRONICS, APPALOOSA, AND CARBON MOTIONS (2.5); ADDRESS ISSUES RE REVISED ORDERS AND RELATED MATTERS FOR OMNIBUS HEARING (1.2); ADDRESS SETOFF MATTERS FOR MAGNA, HUBERT AND ATF (1.2).
TOUSSI S	05/25/06	4.60	ADDRESS SETOFF MATTERS FOR HEREAUS AND RELATED ENVIRONMENTAL MATTERS (0.8); RESEARCH MUTUALITY ISSUES (0.4); TEAM MEETING TO DISCUSS STATUS OF SETOFF MATTERS (1.0); FOLLOW UP ISSUES RE ANDROID AND AI, FINALIZE LETTERS RE SAME (1.5); UPDATE SETOFF STATUS CHART (0.4); ADDRESS SETOFF RE CALSONIC AND MORGAN (0.5).
TOUSSI S	05/26/06	5.10	FINALIZE LETTERS RE AI AND ANDROID (1.0); ADDRESS OUTSTANDING SETOFF MATTERS WITH HEARAUES (1.0); ADDRESS SETOFF MATTERS RE LEAR, BOSCH, SPECMO, ATF AND CORRESPONDENCE RE SAME (0.8); REVIEW PROFFERS RE MATTERS FOR 5/30 OMNIBUS HEARING AND HEARING AGENDA (1.0); ADDRESS ISSUES RE XM REVISED ORDER (0.5); REVIEW SETTLEMENT AGREEMENTS RE CARBON (0.8).
TOUSSI S	05/29/06	3.40	TEAM CONFERENCE CALL TO DISCUSS MATTERS SET FOR 5/30 HEARING (0.9); FOLLOW UP ISSUES RE MATTERS SET FOR HEARING (2.5).

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TOUSSI S	05/30/06	5.80	PREPARE FOR MEETING TO DISCUSS OUTSTANDING MATTERS AT OMNIBUS HEARING (1.5); PREP MEETING FOR OMNIBUS HEARING (1.3); ATTEND OMNIBUS HEARING (1.8); FOLLOW UP ISSUES RE SAME (1.2).
TOUSSI S	05/31/06	2.00	ADDRESS OUTSTANDING SETOFF MATTERS WITH ASHAHI, DAIMLER AND YAZAKI (1.1); FOLLOW UP ISSUES FROM HEARING AND NOTIFY THIRD PARTIES RE APPROVAL OF ORDERS (0.9).
		56.10	
TSIROS DV*	05/22/06	1.20	REVIEW STIPULATION BETWEEN THE UCC AND PREPETITION SECURED LENDERS, AND DRAFT SUMMARY/DESCRIPTION (1.2).
		1.20	
ZALTZMAN H	05/01/06	1.60	REVIEW APPLICATION OF CLAIM PREPARATION (0.4); RESEARCH NEW HAMPSHIRE LIEN LAW (0.5); UPDATE LIEN CHART (0.4); REVIEW FNOK LIEN CLAIM MATERIALS (0.3).
ZALTZMAN H	05/02/06	3.30	REVIEW/EDIT L&W LIEN MATERIALS (2.0); RESEARCH MICHIGAN LIEN LAWS RE: SPECIAL TOOLS (1.0); DRAFT EMAIL MEMO RE: APPLICATION OF SPECIAL LIEN STATUTE (0.3).
ZALTZMAN H	05/03/06	3.40	REVIEW L&W MATERIALS RE: TUBE BENDING TOOL (1.4); RESEARCH TN LAW RE: CONTRACT AUTHORITY UNDER PROTEST (1.0); REVIEW MI LAW RE: CONTRACT AUTHORITY UNDER PROTEST (1.0).
ZALTZMAN H	05/12/06	0.20	CORRESPOND WITH J. MURPHY OF CROWELL RE: 9019 MOTION/SETTLEMENT (0.2).
ZALTZMAN H	05/18/06	0.20	ORGANIZE 9019 ORDERS FOR SUBMISSION (0.2).
		8.70	
ZIEGLER VE	05/02/06	3.40	PREPARE AND ATTEND TELECONFERENCE WITH C. CLEVINGER AND Y. ELISSA RE: L&W'S ASSERTED LIEN (1.0); REVIEW SCHEDULES AND STATEMENTS FOR LIABILITY TO L&W AND SOUTHTECH (2.4).
ZIEGLER VE	05/03/06	10.50	LEGAL RESEARCH RE: VALID LIEN OVER A TOOL IDENTIFIED AS W251 TUBE BENDING PROCESS (4.1); WORK ON ANSWER TO L&W'S COMPLAINT (2.0); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH DELPHI RE: L&W'S TOOLS (1.2); RESEARCH RE: ENFORCEABILITY OF PROTECH LIENS (3.2).

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ZIEGLER VE	05/04/06	11.80	LEGAL RESEARCH RE: VALID LIEN OVER A TOOL IDENTIFIED AS W251 TUBE BENDING PROCESS (3.1); REVISE ANSWER TO L&W'S COMPLAINT (2.1); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH R. HAILMAN RE: ANSWER TO FILE A COMPLAINT AND STATUS ANALYSIS OF TOOLING (1.4); DRAFT LETTER TO ELDEC RE: ENFORCEABILITY OF ITS LIEN (2.5); LEGAL RESEARCH RE: LIEN ASSERTED BY ATS (2.2); TELECONFERENCE WITH M. HALL RE: SAME (0.5).
ZIEGLER VE	05/05/06	3.80	DRAFT ANSWER TO L&W'S COMPLAINT (3.8).
ZIEGLER VE	05/09/06	3.70	LEGAL RESEARCH RE: LIEN ASSERTED BY ATS (3.2); TELECONFERENCE WITH M. HALL RE: SAME (0.5).
ZIEGLER VE	05/10/06	6.00	DRAFT ANSWER TO L&W'S COMPLAINT (3.1); LEGAL RESEARCH RE: EXTRATERRITORIAL APPLICATION OF LIEN STATUTES (2.9).
ZIEGLER VE	05/11/06	6.70	LEGAL RESEARCH RE: ENFORCEABILITY OF A POSSESSORY LIEN WITHOUT THE PROVISION OF A NOTICE UNDER MICHIGAN AND TENNESSEE LAW (4.5); EMAIL CORRESPONDENCE WITH Y. ELISSA RE: L&W'S PURCHASE ORDERS (0.5); WORK ON ANSWER TO COMPLAINT (1.7).
ZIEGLER VE	05/12/06	6.60	LEGAL RESEARCH RE: VALID LIEN OVER A TOOL IDENTIFIED AS W251 TUBE BENDING PROCESS (3.1); REVISE ANSWER TO L&W'S COMPLAINT (2.1); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH R. HAILMAN RE: ANSWER TO FILE A COMPLAINT AND STATUS ANALYSIS OF TOOLING (1.4).
ZIEGLER VE	05/15/06	7.80	RESEARCH VALIDITY OF PRO TECH'S LIENS (4.1); LEGAL RESEARCH RE: METHOD OF PERFECTION OF POSSESSORY LIENS UNDER MICHIGAN AND TENNESSEE LAW (3.2); EMAIL CORRESPONDENCE WITH E. YOUSEF RE: L&W'S LIEN (0.5).
ZIEGLER VE	05/17/06	5.50	START DRAFTING MOTION FOR SUMMARY JUDGMENT (2.8); RESEARCH APPLICABILITY OF SAME (0.6); DRAFT LETTER TO AVAYA INDICATING THAT DELPHI WILL EXERCISE ITS RIGHT TO PURCHASE THE EQUIPMENT IN THE ORDINARY COURSE (2.1); RESEARCH CLAIM OF PTOLEMAIC ELECTRIC POWER COMPANY.
ZIEGLER VE	05/18/06	6.90	RESEARCH PRECEDENTS AND DRAFT MOTION FOR SUMMARY JUDGMENT (6.6); TELECONFERENCE WITH Y. ELLESA RE: L&W'S COMPLAINT (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	05/22/06	0.80	EMAIL CORRESPONDENCE WITH R. REYES RE: AVAYA'S REQUEST FOR BANKRUPTCY COURT APPROVAL OF AN ORDINARY COURSE TRANSACTION (0.8).
ZIEGLER VE	05/24/06	11.10	REVIEW UCC SEARCH RESULTS FOR LIEN FILED AGAINST DELPHI AUTOMOTIVE (2.1); TELECONFERENCE WITH Y. ELISSA RE: LIEN ON W251 TUBE BENDING PROCESS (0.6); RESEARCH CASE LAW RE: LIENS ON FIXTURES UNDER MICHIGAN LAW (3.1); LEGAL RESEARCH RE: PRESERVATION OF RIGHTS "UNDER PROTEST" (4.1); REVISE ANSWER TO L&W'S COMPLAINT (1.2).
ZIEGLER VE	05/25/06	7.30	REVISED ANSWER TO L&W'S COMPLAINT (2.0); LEGAL RESEARCH RE: SECTION 545(2) OF THE BANKRUPTCY CODE AND STATE LAW REQUIREMENTS (3.7); DRAFT STIPULATED DISMISSALS OF ADVERSARY PROCEEDINGS (1.6).
ZIEGLER VE	05/26/06	6.40	REVISE ANSWER TO L&W'S COMPLAINT (2.5); RESEARCH SCHEDULES AND STATEMENTS FOR LIABILITY TO L&W (1.2); TELECONFERENCE WITH R. HEILMAN RE: ADJOURNMENT (0.2); DRAFT STIPULATED DISMISSALS OF COMPLAINTS (2.5).
ZIEGLER VE	05/30/06	5.20	REVISE ANSWER TO L&W'S COMPLAINT (1.6); TELECONFERENCE WITH R. HEILMAN RE: LIEN ON W251 TUBE BENDING PROCESS (0.5); RESEARCH CASE LAW RE: LIENS ON FIXTURES UNDER MICHIGAN LAW (3.1).
ZIEGLER VE	05/31/06	7.60	LEGAL RESEARCH WHETHER THE PROVISION OF A NOTICE OF A POSSESSORY LIEN "RELATES BACK" TO THE ORIGINAL DATE OF THE COMMENCEMENT OF THE WORK UNDER MICHIGAN LAW (4.2); DRAFT SUMMARY RE: SAME (0.7); REVISE ANSWER TO COMPLAIN TO L&W (2.7).

111.10

Total Associate/Law Clerk 236.20

ROSEN R	05/10/06	2.30	INVESTIGATION, RESEARCH AND COMPILE ANSWERS TO ADVERSARY COMPLAINTS FILED IN LARGE CH. 11 CASES RE: VALIDITY, EXTENT AND PRIORITY OF LIENS (2.3).
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ROSEN R	05/11/06	4.40	FURTHER INVESTIGATION, RESEARCH AND COMPILE ANSWERS TO ADVERSARY COMPLAINTS FILED IN LARGE CH. 11 CASES RE: VALIDITY, PRIORITY AND EXTENT OF LIENS (3.2); COMPILE, INDEX AND PREPARE DOCUMENTS BINDER RE: SAME (1.2).
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6.70

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ZSOLDOS AF	05/02/06	3.80	RESEARCH RE: ANSWER TO COMPLAINT TO DETERMINE VALIDITY OF LIEN (3.2); DOCKET PULLS RE: SAME (0.6).
ZSOLDOS AF	05/03/06	0.60	RESEARCH RE: ANSWER TO COMPLAINT TO DETERMINE VALIDITY OF LIEN (0.6).
		4.40	
Total Legal Assistant		11.10	
TOTAL TIME		<u>249.40</u>	

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Secured Claims

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
UCC Flat Fee Search	05/18/06	Strong G	74.00
UCC Flat Fee Search	05/18/06	Strong G	74.00
UCC Flat Fee Search	05/18/06	Strong G	74.00
UCC Flat Fee Search	05/18/06	Strong G	74.00
		TOTAL UCC FLAT FEE SEARCH	\$296.00
Lexis/Nexis	05/25/06	** *	23.00
		TOTAL LEXIS/NEXIS	\$23.00
Westlaw	05/04/06	Herriott AV	345.44
Westlaw	05/12/06	Reese RG	25.56
		TOTAL WESTLAW	\$371.00
		TOTAL MATTER	\$690.00

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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-12
GENERAL CORPORATE ADVICE
373.9 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
ATKINS PA	02/01/06	2.60	PREPARATION FOR AND ATTENDANCE AT TELEPHONIC BOD MEETING (2.6).
ATKINS PA	02/13/06	1.20	CONFERENCE WITH J. BUTLER AND E. COCHRAN (SASM&F) TO REVIEW STATUS OF VARIOUS MATTERS IN PREPARATION FOR BOD MEETING (1.2).
ATKINS PA	02/14/06	7.00	ATTEND BOD MEETING (7.0).
		10.80	
BUTLER, JR. J	02/01/06	4.60	PREPARE FOR (WITH S. MILLER AND OTHERS AT COMPANY IN TROY) (1.6) AND PARTICIPATE IN (2.8) BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY; REVIEW AGENDA FOR FEBRUARY 14TH BOARD OF DIRECTORS MEETING (0.2).
BUTLER, JR. J	02/04/06	0.40	REVIEW MATERIALS FROM M. WALLACE RE: PREPARATION FOR FEBRUARY 14TH BOARD OF DIRECTORS MEETING (0.4).
BUTLER, JR. J	02/07/06	1.30	REVIEW AND REVISE DRAFT DIRECTOR LETTER (0.4); EMAILS FROM/TO AND TELECONFERENCE WITH D. SHERBIN (0.2); TELECONFERENCE WITH M. LOEB RE: FEBRUARY 14TH BOARD OF DIRECTORS PACKAGE AND 2006 MEETING SCHEDULE (0.3); BEGIN TO REVIEW PROJECT GRAPEVINE MATERIALS (0.4).
BUTLER, JR. J	02/11/06	1.50	CONTINUE TO REVIEW AND COMMENT ON PROJECT GRAPEVINE MATERIALS (0.7); BEGIN TO PREPARE FOR FEBRUARY 14TH BOARD OF DIRECTORS MEETING IN TROY INCLUDING PRELIMINARY REVIEW OF PRESENTATION MATERIALS (0.8).
BUTLER, JR. J	02/12/06	1.90	CONTINUE TO REVIEW AND COMMENT ON PROJECT GRAPEVINE MATERIALS (0.3); CONTINUE TO PREPARE FOR FEBRUARY 14TH BOARD OF DIRECTORS MEETING IN TROY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.6).
BUTLER, JR. J	02/13/06	6.40	PREPARE FOR FEBRUARY 14TH BOARD OF DIRECTORS MEETING WITH SENIOR MANAGEMENT TEAM AT COMPANY IN TROY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (3.8) AND INTERNAL MANAGEMENT PREPARATION MEETINGS RE: SAME (1.2); INTERNAL WORKING GROUP MEETING RE: SAME (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/14/06	7.30	PREPARE FOR (0.3) AND ATTEND (6.3) BOARD OF DIRECTORS MEETING AT COMPANY IN TROY; ATTEND POST-MEETING WRAP-UP WITH S. MILLER AND EXECUTIVE TEAM IN TROY (0.7).
BUTLER, JR. J	02/15/06	0.30	REVIEW AND REVISE PRESS RELEASES (0.3).
BUTLER, JR. J	02/16/06	0.70	PREPARE FOR (0.3) AND ATTEND (0.4) BOARD OF DIRECTORS TELEPHONIC MEETING IN NEW YORK CITY.
BUTLER, JR. J	02/27/06	0.60	PREPARE FOR FEBRUARY 28TH BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY WITH SENIOR MANAGEMENT (0.6).
BUTLER, JR. J	02/28/06	1.90	PREPARE FOR (0.3) AND ATTEND (1.6) BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY.

26.90

COCHRAN EL	02/01/06	3.20	PARTICIPATED IN BOARD MEETING (2.6); REVIEW 8-KS (0.6).
COCHRAN EL	02/10/06	4.20	MONITOR FOR DISCLOSURE ISSUES (4.2).
COCHRAN EL	02/13/06	1.60	PREPARE FOR BOARD MEETING (1.6).
COCHRAN EL	02/14/06	7.20	PARTICIPATED IN BOARD MEETING (7.2).
COCHRAN EL	02/15/06	0.80	REVIEW BOARD MATTERS WITH TEAM (0.8).
COCHRAN EL	02/16/06	0.80	PARTICIPATED IN BOARD MEETING (0.8).
COCHRAN EL	02/17/06	1.40	REVIEW ISSUES RELATING TO KECP 8-K (1.4).
COCHRAN EL	02/18/06	1.80	REVIEW KECP 8-K ISSUES (1.8).
COCHRAN EL	02/20/06	1.50	REVIEW 8-K/KECP ISSUES (1.5).
COCHRAN EL	02/21/06	1.80	FINALIZE 8-K FOR KECP (1.8).
COCHRAN EL	02/22/06	0.40	STATUS CALL UPDATE (0.4).
COCHRAN EL	02/27/06	0.90	REVIEW BOARD MINUTES (0.9).
COCHRAN EL	02/28/06	1.70	PARTICIPATED IN BOARD MEETING (1.7).

27.30

FRISHMAN LD	02/04/06	0.20	EMAIL CORRESPONDENCE WITH M. GIBSON RE: 8-K (0.2).
FRISHMAN LD	02/06/06	1.10	REVIEW AND GIVE COMMENTS ON DESCRIPTION OF DIP IN DRAFT 10-K (1.1).
FRISHMAN LD	02/07/06	0.40	REVIEW AND GIVE COMMENTS ON REVISIONS TO 8-K RE: DIP AMENDMENT (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FRISHMAN LD	02/08/06	0.20	REVIEW AND GIVE COMMENTS ON REVISIONS TO DRAFT 8-K RE: DIP AMENDMENT (0.2).
		1.90	
LEFF NM	02/06/06	0.20	TELECONFERENCE WITH M. GIBSON RE: 10-K FILING (0.2).
LEFF NM	02/14/06	0.20	TELECONFERENCE WITH GIBSON RE: 8K FILING FOR KECP (0.2).
LEFF NM	02/16/06	0.70	TELECONFERENCE WITH GIBSON AND COCHRAN RE: 8-K ISSUES (0.7).
LEFF NM	02/17/06	0.50	TELECONFERENCE WITH GIBSON RE: 8-K FILING (0.5).
LEFF NM	02/20/06	0.60	TELECONFERENCE WITH SCHOHN RE: 8-K ISSUES (0.6).
LEFF NM	02/21/06	0.40	CONTINUED DISCUSSIONS WITH SCHOHN RE: 8-K ISSUES; REVIEW LETTER TO IRS (0.4).
LEFF NM	02/22/06	0.40	EMAIL WITH E. SCHOHN RE: 8-K FUNDING ISSUES (0.4).
LEFF NM	02/27/06	0.80	REVIEW 10-K AND TELECONFERENCE WITH SCHOHN (0.8).
LEFF NM	02/28/06	0.50	CONFERENCE WITH E. SCHOHN RE: 10-K DISCLOSURE (0.5).
		4.30	
MARAFIOTI KA	02/14/06	0.10	WORK ON ISSUES RE: 8K (0.1).
MARAFIOTI KA	02/20/06	0.30	ANALYZE 8K ISSUES (0.3).
MARAFIOTI KA	02/21/06	0.60	WORK ON ISSUES RE: 8K (0.6).
MARAFIOTI KA	02/22/06	0.30	WORK ON 8K MATTERS (0.3).
MARAFIOTI KA	02/27/06	1.10	REVIEWED AND REVISED BOARD MINUTES (0.8); CORRESPONDENCE FROM AND TO TRUSTEE FOR TOPRS (0.3).
		2.40	
WEXLER MP	02/06/06	0.40	REVIEW REAL ESTATE ISSUES FOR FORM 10-K (0.4).
WEXLER MP	02/07/06	0.70	REVIEW AND COMMENT ON LANGUAGE TO BE INCORPORATED INTO FORM 10-K RE: LEASES, INCLUDING REVIEW OF PRECEDENT (0.7).
		1.10	
Total Partner		74.70	

MATZ TJ	02/06/06	0.60	REVIEW AND COMMENT ON DRAFT SECTIONS OF 10-K (0.6).
MATZ TJ	02/22/06	0.40	WORK ON 8-K RE: AIP (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		1.00	
Total Counsel		1.00	
FERN BM	02/18/06	1.50	ATTENTION TO ISSUES RE: 8-K FOR REVISED AIP (1.1); REVIEWED AND REVISED 8-K RE: SAME (0.4).
FERN BM	02/19/06	0.70	ADDITIONAL ATTENTION TO ISSUES RE: 8-K FOR IMPLEMENTATION OF REVISED AIP (0.7).
FERN BM	02/20/06	0.60	ADDITIONAL REVIEW OF 8-K RE: AIP ORDER (0.3); ATTENTION TO ISSUES RE: 8-K FOR REVISED AIP (0.3).
FERN BM	02/22/06	2.40	ATTENTION TO EXHIBITS FOR 8-K ON REVISED AIP (2.4).
		5.20	
GIBSON ML	02/01/06	0.20	REVIEWED LANGUAGE FOR 8-K ON 341 MEETING AND MULTIPLE CORRESPONDENCE/CALLS RE: SAME (0.2).
GIBSON ML	02/02/06	1.10	REVISED 8-K DRAFT FOR 341 MEETING AND SCHEDULES AMENDMENT AND MULTIPLE TELECONFERENCE /CORRESPONDENCE RE: SAME (1.1).
GIBSON ML	02/03/06	4.60	REVIEWED AND COMMENTED ON KEY MESSAGES (0.4); MULTIPLE TELECONFERENCES, DISCUSSIONS AND MEETINGS RE: AND REDRAFTING OF, 8-K ON STATEMENTS AND SCHEDULES (2.6); DRAFTED 8-K FOR DIP AMENDMENT AND MULTIPLE TELECONFERENCES/DISCUSSIONS RE: SAME (0.8); ALL HANDS TELECONFERENCE (0.5); TELECONFERENCES RE: 10-K MATTERS AND REVIEWED CERTAIN PROVISIONS OF IT (0.3).
GIBSON ML	02/05/06	1.90	EMAILS RE: 8-K ON DIP (0.1); REVIEWED FORM 10-K AND CORRESPONDENCE WITH WORKING GROUP RE: SAME (1.8).
GIBSON ML	02/06/06	2.20	REVIEWED FINAL LANGUAGE FOR 8-K AND CORRESPONDENCE RE: SAME (0.2); MULTIPLE TELECONFERENCES RE: 10-K MATTERS (0.6); REVIEWED COMMENTS ON KEY MESSAGES AND MARKED UP AND DISTRIBUTED COMMENTS THEREON (0.8); REVIEWED GM MATERIALS (0.2); REVISED AND DISTRIBUTED 8-K RE: DIP AMENDMENT AND PREPARED EXHIBITS (0.4).
GIBSON ML	02/07/06	2.70	FINALIZED AND DISTRIBUTED COMMENTS ON 10-K AND MULTIPLE TELECONFERENCES/CORRESPONDENCE RE: SAME (2.5); CORRESPONDENCE RE: 8-K FOR DIP AMENDMENT (0.2).
GIBSON ML	02/08/06	0.20	CORRESPONDENCE/REVIEWED NEW LANGUAGE FOR 8-K DRAFT (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GIBSON ML	02/10/06	0.10	13G CORRESPONDENCE (0.1).
GIBSON ML	02/13/06	0.10	CORRESPONDENCE RE: RESEARCH MATTERS (0.1).
GIBSON ML	02/14/06	1.20	REVIEWED 13G RESEARCH AND TELECONFERENCE WITH TAX ASSOCIATES (0.7); MULTIPLE TELECONFERENCES/CORRESPONDENCE RE: DIP LENDER PRESENTATION (0.3); MULTIPLE TELECONFERENCES/CORRESPONDENCE RE: 8-K FOR KECP (0.2).
GIBSON ML	02/15/06	0.10	TELECONFERENCES RE: RESEARCH QUESTION ON INVESTMENT BANK (0.1).
GIBSON ML	02/17/06	0.50	MULTIPLE TELECONFERENCES RE: 8-K FOR KECP; GATHERED MATERIALS FOR 8-K (0.5).
GIBSON ML	02/18/06	1.50	DRAFTED 8-K AND REVIEWED COMMENTS THEREON AND MULTIPLE CORRESPONDENCE/DISCUSSIONS WITH WORKING GROUP RE: SAME (1.5).
GIBSON ML	02/19/06	0.50	MULTIPLE TELECONFERENCES/CORRESPONDENCE WITH WORKING GROUP RE: 8-K AND REVIEWED REVISIONS THERETO (0.5).
GIBSON ML	02/20/06	0.90	MULTIPLE TELECONFERENCES AND CORRESPONDENCE RE: 8-K ON KECP AND REVISED AND DISTRIBUTED SAME (0.9).
GIBSON ML	02/21/06	0.10	CORRESPONDENCE (0.1).
GIBSON ML	02/22/06	0.40	MULTIPLE DISCUSSIONS/CORRESPONDENCE RE: FINALIZING 8-K AND EXHIBITS AND REVIEW OF SAME (0.4).
GIBSON ML	02/23/06	0.10	REVIEWED FINAL DRAFT OF 8-K (0.1).
		18.40	
OGUNSANYA GO	02/01/06	5.20	DRAFTING OF 341 PRESENTATION 8-K (5.2).

5.20

SCHOHN E	02/20/06	1.20	COMMENT ON 8-K DISCLOSURE REQUIREMENTS FOR FILING OF ANNUAL INCENTIVE PLAN (1.2).
SCHOHN E	02/21/06	0.80	PREPARE 8-K ON ANNUAL INCENTIVE PLAN (0.8).
SCHOHN E	02/22/06	1.80	REVISE 8-K RE: ANNUAL INCENTIVE PLAN (1.8).
SCHOHN E	02/27/06	1.10	REVIEW DISCLOSURE OF SERP IN 10-K (1.1).
SCHOHN E	02/28/06	0.80	DRAFT SERP 10-K DISCLOSURE (0.8).
		5.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/06/06	1.00	REVIEW DRAFT 10K TO ADDRESS BANKRUPTCY RELATED MATTERS (1.0).
TOUSSI S	02/07/06	1.80	EDIT AND REVISE SECTIONS OF PROPOSED 10K RELATED TO BANKRUPTCY AND DISCUSS SAME WITH M. GIBSON (1.8).
TOUSSI S	02/15/06	2.70	ADDRESS ISSUES RE: TOPRS (0.3); PREPARE SUMMARY OF OUTSTANDING ISSUES AND STATUS OF LIQUIDATION/TERMINATION OF TRUST (1.5); REVIEW AND ANALYZE DRAFT CONFIDENTIALITY AGREEMENT (0.4); ADDRESS ISSUES RE: CONFIDENTIALITY AGREEMENT (0.5).
TOUSSI S	02/27/06	0.70	ADDRESS ISSUES RE: TOPRS (0.3); REVIEW AND ANALYZE CORRESPONDENCE RE: SAME (0.4).

6.20

TURMAN III RE	02/05/06	0.50	REVIEW AND COMMENT ON 8-K & 10-K (0.5).
TURMAN III RE	02/06/06	2.10	REVIEW AND REVISE 8-K AND 10-K FINANCING SECTIONS (1.3, 0.8).
		2.60	

Total Associate 43.30

DEMMA J	02/22/06	2.10	PREPARE MATERIALS RE: LAW DEBENTURE TRUST COMPANY OF NEW YORK FOR ATTORNEY REVIEW (2.1).
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2.10

Total Legal Assistant 2.10

TOTAL TIME 121.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
General Corporate Advice**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/02/06	Olasky P	534.36
Air/Rail Travel - vendor feed	02/06/06	Cochran EL	1,030.53
Air/Rail Travel - vendor feed	02/06/06	Cochran EL	532.86
Air/Rail Travel - vendor feed	02/06/06	Cochran EL	752.38
Air/Rail Travel - vendor feed	02/06/06	Cochran EL	-985.52
Air/Rail Travel - vendor feed	02/13/06	Cochran EL	1,112.22
Air/Rail Travel - vendor feed	02/13/06	Atkins PA	1,112.22
Air/Rail Travel - vendor feed	02/28/06	Cochran EL	184.95
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$4,274.00
In-house Reproduction	02/07/06	Copy Center, D	32.93
In-house Reproduction	02/10/06	Copy Center, D	36.63
In-house Reproduction	02/14/06	Copy Center, D	14.01
In-house Reproduction	02/14/06	Copy Center, D	3.22
In-house Reproduction	02/17/06	Copy Center, D	4.70
In-house Reproduction	02/17/06	Copy Center, D	3.10
In-house Reproduction	02/17/06	Copy Center, D	2.00
In-house Reproduction	02/21/06	Copy Center, D	34.03
In-house Reproduction	02/24/06	Copy Center, D	93.38
		TOTAL IN-HOUSE REPRODUCTION	\$224.00
Telephone Expense	02/24/06	Telecommunications, D	3.83
Telephone Expense	02/24/06	Telecommunications, D	4.09
Telephone Expense	02/24/06	Telecommunications, D	0.08
		TOTAL TELEPHONE EXPENSE	\$8.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Postage	02/21/06	Office Admin, D	3.24
Postage	02/28/06	Office Admin, D	1.76
		TOTAL POSTAGE	\$5.00
Westlaw	02/20/06	Cleary MA	10.00
		TOTAL WESTLAW	\$10.00
Reproduction - color	02/27/06	Copy Center, D	48.00
		TOTAL REPRODUCTION - COLOR	\$48.00
Air/Rail Travel (external)	02/12/06	Butler, Jr. J	220.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$220.00
Out-of-Town Travel	02/06/06	Cochran EL	98.00
Out-of-Town Travel	02/12/06	Butler, Jr. J	95.60
Out-of-Town Travel	02/12/06	Butler, Jr. J	39.00
Out-of-Town Travel	02/12/06	Butler, Jr. J	276.33
Out-of-Town Travel	02/12/06	Butler, Jr. J	10.50
Out-of-Town Travel	02/13/06	Atkins PA	202.29
Out-of-Town Travel	02/14/06	Cochran EL	202.28
		TOTAL OUT-OF-TOWN TRAVEL	\$924.00
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	14.55
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	24.29
Messengers/ Courier	02/27/06	Dist Serv/Mail/Page, D	15.16
		TOTAL MESSENGERS/ COURIER	\$54.00
Out-of-Town Meals	02/12/06	Butler, Jr. J	14.00
		TOTAL OUT-OF-TOWN MEALS	\$14.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Outside Research/Internet Services	02/11/06	Parcels Inc.	60.00
Outside Research/Internet Services	02/11/06	Parcels Inc.	30.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$90.00
Contracted Catering-NY	02/07/06	Cochran EL	395.00
		TOTAL CONTRACTED CATERING- NY	\$395.00
CLR/Disclosure	02/18/06	Office Admin, D	61.82
CLR/Disclosure	02/28/06	Global Securities	15.14
CLR/Disclosure	02/28/06	Global Securities	128.74
CLR/Disclosure	02/28/06	Global Securities	30.30
		TOTAL CLR/DISCLOSURE	\$236.00
		TOTAL MATTER	\$6,502.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/03/06	0.70	REVIEW BOARD OF DIRECTORS MINUTES (0.6); REVIEW AGENDA FOR MARCH 14TH BOARD OF DIRECTORS MEETING (0.1).
BUTLER, JR. J	03/08/06	0.40	REVIEW DRAFT PRESENTATION FOR MARCH 14 BOARD OF DIRECTORS TELECONFERENCE MEETING NEW YORK CITY (0.4).
BUTLER, JR. J	03/09/06	0.90	PREPARE FOR (0.2) AND ATTEND (0.7) BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK CITY.
BUTLER, JR. J	03/10/06	1.40	REVIEW AND REVISE PRESENTATION FOR MARCH 14TH BOARD OF DIRECTORS MEETING AT COMPANY IN TROY (0.8); REVIEW DISTRIBUTION MATERIALS TO BOARD FOR MEETING (0.6).
BUTLER, JR. J	03/11/06	0.30	EMAIL FROM B. ADRIAN AND REVIEW LATEST DRAFT OF MARCH 31ST TRANSFORMATION ANNOUNCEMENT (0.3).
BUTLER, JR. J	03/13/06	0.90	PREPARE FOR MARCH 14TH BOARD OF DIRECTORS MEETING INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (0.9).
BUTLER, JR. J	03/14/06	2.60	PREPARE FOR (0.2) AND PARTICIPATE IN (2.1) BOARD OF DIRECTORS MEETING AT COMPANY IN TROY; POST-MEETING CONFERENCE WITH SENIOR MANAGEMENT TEAM, RE: SAME (0.3).
BUTLER, JR. J	03/15/06	0.90	PREPARE FOR MARCH 17TH BOARD OF DIRECTORS MEETING WITH S. MILLER AT THE COMPANY IN TROY INCLUDING TELECONFERENCE WITH J. OPIE (0.4); PREPARE FOR (0.2) AND ATTEND (0.9) MEETING WITH S. MILLER AND K. HEALY AND EXECUTIVE MANAGEMENT TEAM RE: MARCH 17TH COMMUNICATIONS ROLL-OUT PROGRAM ON SPECIAL ATTRITION PROGRAM; REVIEW AND BEGIN TO EVALUATE APPALOOSA LETTER RE BOARD OF DIRECTORS DEMAND (0.9).
BUTLER, JR. J	03/16/06	1.60	PREPARE FOR MARCH 17TH BOARD OF DIRECTORS TELECONFERENCE MEETING (0.3); CONTINUE TO REVIEW AND EVALUATE APPALOOSA LETTER RE BOARD OF DIRECTORS DEMAND (1.3).
BUTLER, JR. J	03/17/06	2.90	PREPARE FOR (0.9) AND PARTICIPATE IN (1.4) BOARD OF DIRECTORS TELECONFERENCE MEETING; REVIEW AND REVISE PRESS RELEASE (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/23/06	0.30	REVIEW DRAFT FORM 8-K (0.3).
BUTLER, JR. J	03/25/06	0.60	EMAIL FROM B. ADRIAN AND BEGIN TO REVIEW AND COMMENT ON REVISED TRANSFORMATION PLAN RELEASE (0.6).
BUTLER, JR. J	03/27/06	0.30	REVIEW COMMENTS ON FORM 8-K AND RESPOND (0.3).
BUTLER, JR. J	03/28/06	6.10	CONTINUE TO ADVISE RE: COMMUNICATIONS LAUNCH FOR TRANSFORMATION PLAN ANNOUNCEMENT INCLUDING REVISIONS TO COMMUNICATIONS PACKAGE AND CONFERENCES WITH COMPANY WORKING GROUP AND SITRICK AT COMPANY IN TROY (3.8); PREPARE FOR (0.8) AND ATTEND (1.2) BOARD OF DIRECTORS MEETING RECEPTION IN BIRMINGHAM RE: EQUITY COMMITTEE AND TRANSFORMATION PLAN PRELIMINARY PRESENTATIONS; REVIEW AND COMMENT ON DETROIT ECONOMIC CLUB SPEECH (0.3).
BUTLER, JR. J	03/29/06	8.60	PREPARE FOR (0.4) AND ATTEND (INCLUDING RECESSES) (5.3) BOARD OF DIRECTORS MEETING IN TROY, MICHIGAN; CONTINUE TO ADVISE RE: COMMUNICATIONS LAUNCH FOR TRANSFORMATION PLAN ANNOUNCEMENT INCLUDING REVISIONS TO COMMUNICATIONS PACKAGE AND CONFERENCES WITH COMPANY WORKING GROUP AND SITRICK AT COMPANY IN TROY (1.6); REVIEW AND REVISE PRESS RELEASE (1.3).
BUTLER, JR. J	03/30/06	2.60	CONTINUE TO ADVISE RE: COMMUNICATIONS LAUNCH FOR TRANSFORMATION PLAN ANNOUNCEMENT INCLUDING REVISIONS TO COMMUNICATIONS PACKAGE AND CONFERENCES WITH COMPANY WORKING GROUP AND SITRICK (1.9); REVIEW FINAL PRESS RELEASE AND MAKE LAST MINUTE CHANGES BASED ON VARIOUS FINANCE, OPERATING AND LEGAL REVIEWS (0.7).
BUTLER, JR. J	03/31/06	2.70	PREPARE FOR (0.4) AND ATTEND (0.7) SENIOR LEADERSHIP TELECONFERENCE MEETING AT COMPANY IN TROY; AT COMPANY AND PARTICIPATE IN/ADVISE RE: COMMUNICATIONS LAUNCH RE: TRANSFORMATION PLAN ANNOUNCEMENT (1.6).

33.80

COCHRAN EL	03/01/06	1.10	REVIEW BOARD MATTERS (1.1).
COCHRAN EL	03/02/06	0.60	REVIEW KEY MESSAGES (0.6).
COCHRAN EL	03/03/06	0.60	REVIEW KEY MESSAGES DISCLOSURE (0.6).
COCHRAN EL	03/14/06	2.60	PARTICIPATE IN BOARD CALL (2.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

COCHRAN EL	03/15/06	4.00	REVIEW APPALOOSA LETTER (1.9); REVIEW 12B-25 FILING (2.1).
COCHRAN EL	03/16/06	2.30	REVIEW BOARD PRESENTATION (2.3).
COCHRAN EL	03/17/06	5.10	BOARD MEETING (1.6); REVIEW DISCLOSURES RE: ATTRITION PLAN (2.1); REVIEW BOARD MINUTES (1.4).
COCHRAN EL	03/20/06	0.90	REVIEW ISSUES RE: ATTRITION PLAN AND DISCLOSURE (0.9).
COCHRAN EL	03/22/06	1.60	REVIEW DISCLOSURE ISSUES RE: ATTRITION PLAN (1.6).
COCHRAN EL	03/23/06	0.60	REVIEW DISCLOSURE ISSUES (0.6).
COCHRAN EL	03/25/06	1.90	REVIEW BOARD PRESENTATION (1.9).
COCHRAN EL	03/27/06	1.30	REVIEW MATERIAL FOR DTM IN CONNECTION WITH BOARD PRESENTATION (1.3).
COCHRAN EL	03/28/06	2.10	REVIEW MATERIALS FOR BOARD MATERIALS (2.1).
COCHRAN EL	03/29/06	8.50	PARTICIPATE IN BOARD MEETING (6.2); REVIEW COMMUNICATION PACKAGE FOR POSSIBLE ANNOUNCEMENT (2.3).
COCHRAN EL	03/30/06	3.60	REVIEW 8-K RE: DIRECTOR RESIGNATION (1.1); REVIEW COMMUNICATION PACKAGE (2.5).
COCHRAN EL	03/31/06	1.60	REVIEW SEC DISCLOSURES RE: PRESS ANNOUNCEMENT (1.6).
		38.40	
MARAFIOTI KA	03/09/06	0.60	REVIEW BOARD PRESENTATION (0.6).
MARAFIOTI KA	03/15/06	0.30	REVIEW CORRESPONDENCE FROM APPALOOSA TO BOARD OF DIRECTORS (0.3).
MARAFIOTI KA	03/16/06	3.00	CONTINUE WORK ON BOARD PRESENTATION RE: APPALOOSA (2.8); REVIEW APPALOOSA 13D (0.2).
MARAFIOTI KA	03/22/06	0.50	REVIEW DRAFT PRESS RELEASE AND RELATED CORRESPONDENCE (0.2); REVIEW AND REVISE DRAFT 8K (0.3).
		4.40	
Total Partner		76.60	
GIBSON ML	03/17/06	1.70	ALL HANDS CALL (0.8); REVIEWED MATERIALS AND DISCUSSION RE: ATTRITION PLAN AND DRAFTED 8-K RE: SAME (0.9).
GIBSON ML	03/22/06	1.80	MULTIPLE TELECONFERENCES/CORRESPONDENCE RE: EXTENSION PLAN AND 8-K, REVIEWED FINAL MATERIALS AND DRAFTED AND REVIEWED SUBSEQUENT DRAFTS (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GIBSON ML	03/23/06	0.70	MULTIPLE TELECONFERENCES/CORRESPONDENCE RE: 8-K AND REVISE AND DISTRIBUTED (0.6); INTERNAL DISCUSSIONS RE: UPDATE RE: HEARING AND RELATED DISCLOSURES (0.1).
GIBSON ML	03/24/06	1.60	ALL HANDS MEETING (1.3); MULTIPLE TELECONFERENCES/ CORRESPONDENCE WITH CLIENT AND INTERNAL TEAM RE: 8-K (0.3).
GIBSON ML	03/27/06	0.10	TELECONFERENCES/CORRESPONDENCE RE: 8-K (0.1).
GIBSON ML	03/28/06	0.20	REVIEW COMMUNICATIONS MATERIALS FOR MOBILEARIA (0.2).
GIBSON ML	03/29/06	0.50	REVIEW AND COMMENT ON 8-K LANGUAGE FOR RESIGNATION AND RESEARCH AND CALLS RE: SAME (0.5).
GIBSON ML	03/30/06	0.10	REVIEW PRESS RELEASE AND 8-K (0.1).
		6.70	
HERRIOTT AV	03/28/06	0.20	REVIEW COMMUNICATION MATERIALS RE: MOBILEARIA'S BUSINESSES (0.2).
HERRIOTT AV	03/29/06	0.30	REVIEW BOARD OF DIRECTORS' MATERIALS FOR MOBILEARIA MEETING (0.3).
HERRIOTT AV	03/30/06	1.20	PREPARE FOR (0.4) AND ATTEND (0.8) PORTION OF MOBILEARIA BOARD OF DIRECTORS MEETING.
		1.70	
MEISLER RE	03/07/06	0.40	BEGAN WORKING ON PRESENTATION TO THE BOARD RE: 3/14 BOARD MEETING (0.4).
MEISLER RE	03/08/06	2.90	CONTINUE TO WORK ON BOARD PRESENTATION (2.9).
MEISLER RE	03/13/06	3.90	REVIEW AND REVISE PRESENTATION FOR 3/14 BOARD OF DIRECTORS MEETING (3.7); TELECONFERENCES WITH S. SALRIN RE: SAME (0.1, 0.1).
MEISLER RE	03/22/06	0.20	REVIEW AND COMMENT ON 8-K RE: ATTRITION PLAN(0.2.).
MEISLER RE	03/23/06	1.40	CONTINUE TO REVIEW 8-K (0.4) AS WELL AS UPDATED DRAFTS RE: SAME (0.3); TELECONFERENCE WITH M. GIBSON RE: SAME (0.1); TELECONFERENCE WITH B. SAX RE: SAME (0.2); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.1).
MEISLER RE	03/24/06	0.20	FINAL REVIEW OF 8-K (0.2).
MEISLER RE	03/27/06	2.10	REVIEW BOARD PRESENTATION (2.1).
MEISLER RE	03/28/06	0.70	REVIEW MATERIALS FOR BOARD OF DIRECTORS MEETING (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/30/06	9.60	CONTINUE TO REVIEW AND COMMENT ON COMMUNICATIONS MATERIALS (9.6).
		21.40	
OGUNSANYA GO	03/17/06	5.40	RESEARCH: UCC DEFENSES (5.4).
		5.40	
REESE RG	03/11/06	0.70	RESPOND TO ISSUES RE: BOARD OF DIRECTORS MATERIALS FOR MARCH 14 MEETING (0.7).
REESE RG	03/12/06	0.80	REVISE BOARD OF DIRECTORS MATERIALS FOR MARCH 14 MEETING (0.8).
REESE RG	03/13/06	5.00	REVISE PRESENTATION TO BOARD OF DIRECTORS FOR MARCH 14 MEETING (5.0).
REESE RG	03/28/06	0.40	REVIEW AND PROPOSE REVISIONS TO MOBILEARIA COMMUNICATIONS MATERIALS (0.4).
REESE RG	03/30/06	1.80	PREPARATIONS FOR AND PARTICIPATION ON BOARD OF DIRECTORS CONFERENCE CALL FOR MOBILEARIA (1.8).
		8.70	
TOUSSI S	03/15/06	7.50	VARIOUS TELECONFERENCES RE: APPALOOSA LETTER TO THE BOARD RE: BREACHES OF FIDUCIARY DUTY AND APPOINTING NEW DIRECTORS (1.2); RESEARCH ISSUES RE: SAME (2.5); DRAFT AND REVISE PRESENTATION TO THE BOARD RE: APPALOOSA ALLEGATIONS AND POTENTIAL RESPONSES AND CIRCULATE SAME (3.8).
TOUSSI S	03/16/06	7.00	EDIT AND REVISE DRAFT PRESENTATION TO BOARD OF DIRECTORS RE: APPALOOSA LETTER RE: BREACHES OF FIDUCIARY DUTIES (2.8); MEETING TO DISCUSS SAME AND ADDRESS COMMENTS ON PRESENTATION (2.3); REVIEW RECENTLY FILED 13D (0.5); FOLLOWUP ISSUES RE: PRESENTATION (1.4).
TOUSSI S	03/17/06	3.50	WORK ON PRESENTATION RE: APPALOOSA' 3/15 LETTER TO DELPHI BOARD (2.2), FOLLOW UP ISSUES RE: SAME (1.3).

18.00

Total Associate

61.90

SALAZAR AG	03/29/06	1.30	RESPOND TO REQUEST FOR 8K AND DISTRIBUTE (1.3)
		1.30	
Total Legal Assistant		1.30	

TOTAL TIME

139.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
General Corporate Advice**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/28/06	Cochran EL	-457.23
Air/Rail Travel - vendor feed	03/28/06	Cochran EL	1,002.96
Air/Rail Travel - vendor feed	03/29/06	Cochran EL	539.27
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$1,085.00
In-house Reproduction	03/03/06	Copy Center, D	0.80
In-house Reproduction	03/07/06	Copy Center, D	5.19
In-house Reproduction	03/10/06	Copy Center, D	1.00
In-house Reproduction	03/14/06	Copy Center, D	18.27
In-house Reproduction	03/21/06	Copy Center, D	60.59
In-house Reproduction	03/21/06	Copy Center, D	66.88
In-house Reproduction	03/31/06	Copy Center, D	15.27
		TOTAL IN-HOUSE REPRODUCTION	\$168.00
Telephone Expense	03/31/06	Telecommunications, D	1.84
Telephone Expense	03/31/06	Telecommunications, D	2.08
Telephone Expense	03/31/06	Telecommunications, D	0.07
Telephone Expense	03/31/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$4.00
Lexis/Nexis	03/20/06	Ogunsanya GO	147.93
Lexis/Nexis	03/21/06	Ogunsanya GO	182.07
		TOTAL LEXIS/NEXIS	\$330.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	37.90
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	19.43
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	8.67
		TOTAL VENDOR HOSTED TELECONFERENCING	\$66.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel (external)	03/12/06	Butler, Jr. J	288.72
Air/Rail Travel (external)	03/26/06	Butler, Jr. J	135.12
Air/Rail Travel (external)	03/30/06	Butler, Jr. J	518.16
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$942.00
Out-of-Town Travel	03/12/06	Butler, Jr. J	164.97
Out-of-Town Travel	03/12/06	Butler, Jr. J	20.49
Out-of-Town Travel	03/12/06	Butler, Jr. J	340.62
Out-of-Town Travel	03/26/06	Butler, Jr. J	327.84
Out-of-Town Travel	03/26/06	Butler, Jr. J	123.80
Out-of-Town Travel	03/26/06	Butler, Jr. J	16.99
Out-of-Town Travel	03/30/06	Butler, Jr. J	159.95
Out-of-Town Travel	03/30/06	Butler, Jr. J	48.02
Out-of-Town Travel	03/30/06	Butler, Jr. J	153.33
Out-of-Town Travel	03/30/06	Butler, Jr. J	18.99
		TOTAL OUT-OF-TOWN TRAVEL	\$1,375.00
Messengers/ Courier	03/24/06	Straightline Courier	32.00
		TOTAL MESSENGERS/ COURIER	\$32.00
Out-of-Town Meals	03/12/06	Butler, Jr. J	45.68
Out-of-Town Meals	03/12/06	Butler, Jr. J	15.96
Out-of-Town Meals	03/26/06	Butler, Jr. J	38.41
Out-of-Town Meals	03/30/06	Butler, Jr. J	21.95
		TOTAL OUT-OF-TOWN MEALS	\$122.00
CLR/Disclosure	03/31/06	Global Securities	50.00
		TOTAL CLR/DISCLOSURE	\$50.00
		TOTAL MATTER	\$4,174.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/03/06	0.20	REVIEW FORM 8-K (0.2).
BUTLER, JR. J	04/04/06	0.20	REVIEW AND COMMENT ON FORM 8-K (0.2).
BUTLER, JR. J	04/05/06	0.90	REVIEW COMPENSATION COMMITTEE MATERIALS (0.7); EMAILS FROM/TO D. ALEXANDER RE SAME (0.2).
BUTLER, JR. J	04/18/06	3.10	PREPARE FOR (0.8) AND PARTICIPATE IN (1.4) BOARD OF DIRECTORS TELECONFERENCE MEETING; PREPARE FOR (0.4); PARTICIPATE IN COMPENSATION COMMITTEE MEETING (0.5).
BUTLER, JR. J	04/19/06	1.70	PREPARE FOR APRIL 20TH BOARD OF DIRECTORS TELECONFERENCE MEETING (0.4); REVIEW MATERIALS FOR SAME (0.2); EMAILS FROM/TO M. LOEB AND D. SHERBIN AND REVIEW AND EVALUATE NEED FOR PUBLIC RELEASE ON INTERNAL REORGANIZATION ANNOUNCEMENT BEYOND MARCH 31ST TRANSFORMATION RELEASE (0.3); REVIEW AND REVISE BOARD MATERIALS WITH B. DELLINGER, B. SHAW AND R. EISENBERG (0.8).
BUTLER, JR. J	04/20/06	2.00	PREPARE FOR (0.3) AND PARTICIPATE IN (0.9) BOARD OF DIRECTORS TELECONFERENCE MEETING; REVIEW APRIL 24TH ANNOUNCEMENT MATERIALS (0.4); EMAILS FROM/TO D. SHERBIN RE: COMPENSATION COMMITTEE MATTERS (0.1); CONTINUED ANALYSIS RE: POTENTIAL APRIL 24TH PRESS RELEASE (0.3).
BUTLER, JR. J	04/22/06	0.30	EMAILS FROM/TO R. O'NEAL RE FOLLOW-UP BOARD OF DIRECTORS TELECONFERENCE MEETING AND PREPARATION FOR MAY 1ST MEETING (0.3).
BUTLER, JR. J	04/24/06	1.40	PREPARE FOR (0.3) AND PARTICIPATE (1.1) SENIOR LEADERSHIP MEETING RE: SF&A ROLL-OUT COMMUNICATIONS PROGRAM.
BUTLER, JR. J	04/25/06	0.30	BEGIN TO PREPARE FOR MAY 1ST BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY INCLUDING OUTLINE OF PRESENTATION MATERIALS (0.3).
BUTLER, JR. J	04/30/06	0.40	REVIEW MATERIALS AND CONTINUE TO PREPARE FOR MAY 1ST BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY (0.4).

10.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

COCHRAN EL	04/03/06	2.30	REVIEW 8-K DISCLOSURE FOR RESIGNING DIRECTOR (1.2); REVIEW 8-K DISCLOSURE FOR EQUITY COMMITTEE ORDER (1.1).
COCHRAN EL	04/04/06	2.50	REVIEW 8-K RE: EQUITY COMMITTEE (1.2); REVIEW 8-K RE: CREDIT AGREEMENT AMENDMENT (0.6); REVIEW 8-K RE: PENSION CONTRIBUTION (0.7).
COCHRAN EL	04/05/06	0.40	REVIEW REVISED EQUITY COMMITTEE 8-K (0.4).
COCHRAN EL	04/07/06	2.40	REVIEW APRIL KEY MESSAGES (1.8); REVIEW 10-K DRAFT (0.6).
COCHRAN EL	04/10/06	2.10	REVIEW 10-K (2.1).
COCHRAN EL	04/11/06	0.80	REVIEW 10-K (0.8).
COCHRAN EL	04/12/06	1.60	REVIEW 10-K AND 8-K FOR CREDIT AGREEMENT (1.6).
COCHRAN EL	04/13/06	0.80	PARTICIPATE IN UPDATE CALL (0.8).
COCHRAN EL	04/20/06	0.80	REVIEW DISCLOSURE ISSUE RE: SOALS (0.8).
COCHRAN EL	04/26/06	1.60	REVIEW 10-K COMMENTS (1.6).
		15.30	
FRISHMAN LD	04/12/06	0.70	REVIEW AND GIVE COMMENTS ON DRAFT 8-K (0.7).
FRISHMAN LD	04/16/06	0.20	REVIEW REVISED DRAFT 8-K (0.2).
FRISHMAN LD	04/25/06	1.20	REVIEW DEBT RELATED SECTIONS OF DRAFT 10-K (1.2).
FRISHMAN LD	04/26/06	0.30	GIVE COMMENTS ON DRAFT 10-K (0.3).
		2.40	
GIBSON ML	04/03/06	0.10	REVIEW DRAFTS OF 8-KS AND DISCUSSION RE: SAME (0.1).
GIBSON ML	04/04/06	0.10	REVIEW 8-K MATERIALS (0.1).
GIBSON ML	04/11/06	0.10	DISCUSSIONS WITH WORKING GROUP RE: STATUS AND NEXT STEPS ON 10-K, GM AND SALES AND CORRESPONDENCE RE: SAME (0.1).
GIBSON ML	04/12/06	0.20	REVIEW AND COMMENT ON DIP 8-K (0.2).
GIBSON ML	04/23/06	0.50	REVIEW PORTION OF 10-K DRAFTS, 14.5 AND TRANSACTION (0.5).
GIBSON ML	04/24/06	0.20	TELECONFERENCES/CORRESPONDENCE RE: 10-K DRAFT REVIEW (0.2).
GIBSON ML	04/25/06	3.10	REVIEW AND COMMENT ON MULTIPLE REVISED DRAFTS OF FORM 10-K AND TELECONFERENCES/CORRESPONDENCE WITH WORKING GROUP RE: SAME (3.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GIBSON ML	04/26/06	1.80	TELECONFERENCES WITH INTERNAL WORKING GROUP AND REVIEW, FINALIZE AND DISTRIBUTE DRAFT OF 10-K (1.8).
GIBSON ML	04/27/06	1.20	DISCUSSIONS RE: AND TELECONFERENCE RE: DIVESTITURES (0.6); REVIEW CORRESPONDENCE AND DISCUSSIONS RE: GM ISSUES (0.4); FOLLOW UP ON 10-K ISSUES (0.2).
GIBSON ML	04/28/06	1.10	ALL HANDS TELECONFERENCE RE: 10-K (1.1).
		8.40	
MARAFIOTI KA	04/03/06	0.30	REVIEW 8K RE: EQUITY COMMITTEE APPOINTMENT (0.3).
MARAFIOTI KA	04/12/06	2.40	REVIEW AND REVISE 10K (2.4).
MARAFIOTI KA	04/13/06	1.70	REVIEW AND REVISE 10K (1.7).
MARAFIOTI KA	04/17/06	0.20	ANALYZE ISSUE RE: AUDIT (0.2).
MARAFIOTI KA	04/29/06	1.00	REVIEW AND REVISE BOARD PRESENTATION (1.0).
		5.60	
WEXLER MP	04/24/06	0.60	REVIEW REAL ESTATE RELATED SECTIONS OF 10-K AND FOLLOW UP ON SAME (0.6).
WEXLER MP	04/25/06	0.60	CONTINUE REVIEW AND REVISIONS TO DRAFT OF 10-K (0.6).
		1.20	

Total Partner

43.40

DANZ CE	04/25/06	1.20	RESEARCH INTO 10K DISCLOSURE MATERIALS ISSUES (1.2)
		1.20	

MEISLER RE	04/12/06	0.60	REVIEW AND COMMENT ON UNANIMOUS WRITTEN CONSENT OF MANAGERS RE: DIVIDEND FROM PBR KNOXVILLE (0.5); TELECONFERENCE WITH K. CRAFT RE: SAME (0.1).
MEISLER RE	04/17/06	1.20	ATTENTION TO INQUIRIES RE: 2005 AUDIT (0.7); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.3); NOTES TO FILE RE: SAME (0.2).
MEISLER RE	04/18/06	0.10	TELECONFERENCE WITH J. SHEEHAN RE: 2005 AUDIT (0.1).
MEISLER RE	04/28/06	2.50	REVIEW RECENT 8-KS (0.1); REVIEW BOARD PRESENTATION (2.4).
MEISLER RE	04/29/06	0.40	CONTINUE TO REVIEW BOARD PRESENTATION (0.4).
		4.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

OLASKY P	04/03/06	0.80	DRAFT 8-K DISCLOSING COURT ORDER RE: EQUITY COMMITTEE (0.8).
OLASKY P	04/19/06	1.20	REVIEW AND REVISE DRAFT 10-K BASED ON COMMENTS RECEIVED (1.2).
OLASKY P	04/24/06	6.70	FORM 10-K RULES CHECK AND GENERAL REVIEW (6.7).
OLASKY P	04/25/06	3.70	CONTINUE REVIEW OF FORM 10-K (3.7).
		12.40	
STUART NL	04/10/06	2.40	REVIEW PROPOSED 10K LANGUAGE RE: GM CONTRACTS AND TRANSFORMATION PLAN, AND REVISE SAME (2.4).
STUART NL	04/11/06	1.80	DRAFT LANGUAGE FOR 10K (1.8).
		4.20	
TOUSSI S	04/06/06	0.50	REVIEW RECENTLY FILED 8-K (0.5).
TOUSSI S	04/10/06	1.10	ADDRESS ISSUES RE: UPDATED 10K FOR RECENT DEVELOPMENTS IN BANKRUPTCY CASE (1.1).
TOUSSI S	04/11/06	6.00	REVIEW RECENTLY FILED DELPHI 8-KS TO INCORPORATE INTO 10K MARKUP FOR CLIENT (1.5); PREPARE VARIOUS RIDERS TO 10K RELATED TO GENERAL ORDERS IN BANKRUPTCY CASE, EQUITY COMMITTEE MOTION BY APPALOOSA, LITIGATION, GM LOSS CONTRACTS AND ATTRITION PLAN, AND 1113/1114 MOTION (2.5); REVIEW AND EDIT REMAINING SECTIONS OF 10K RELATED TO BANKRUPTCY (2.0).
TOUSSI S	04/12/06	1.50	REVIEW AND FINALIZE MARKUP OF 10K FOR DISTRIBUTION (1.5).
TOUSSI S	04/24/06	2.00	REVIEW 10K FOR BANKRUPTCY DISCLOSURES AND INCORPORATE COMMENTS INTO GENERAL MARKUP (1.5); FOLLOWUP WITH VARIOUS PEOPLE RE: SECTIONS ON LITIGATION, GM, AND 1113/1114 SECTIONS (0.5).
		11.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD 04/27/06 1.00 REVIEW AND PREPARE COMMENTS ON 10-K
(1.0) .

1.00

Total Associate 34.70

DEMMA J 04/28/06 4.30 PREPARE 8-K FILINGS FOR GM AND DELPHI
FOR ATTORNEY REVIEW (4.3) .

4.30

SALAZAR AG 04/04/06 1.50 ENTER EQUITY COMMITTEE ORDER IN
SYSTEM FOR 8K (1.5)

SALAZAR AG 04/29/06 0.40 COORDINATE PRODUCTION OF BOARD
MATERIALS AND PREPARE FOR DELIVERY TO
CLIENTS VIA COURIER (0.4) .

1.90

Total Legal Assistant 6.20

TOTAL TIME 84.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
General Corporate Advice**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/13/06	Cochran EL	1,142.69
Air/Rail Travel - vendor feed	04/13/06	Cochran EL	-1,142.69
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$0.00
In-house Reproduction	04/04/06	Copy Center, D	4.57
In-house Reproduction	04/07/06	Copy Center, D	2.23
In-house Reproduction	04/07/06	Copy Center, D	0.20
		TOTAL IN-HOUSE REPRODUCTION	\$7.00
Telephone Expense	04/28/06	Telecommunications, D	2.62
Telephone Expense	04/28/06	Telecommunications, D	3.32
Telephone Expense	04/28/06	Telecommunications, D	0.06
Telephone Expense	04/28/06	Telecommunications, D	0.35
Telephone Expense	04/28/06	Telecommunications, D	0.65
		TOTAL TELEPHONE EXPENSE	\$7.00
Air/Rail Travel (external)	04/09/06	Butler, Jr. J	100.00
Air/Rail Travel (external)	04/23/06	Butler, Jr. J	50.00
Air/Rail Travel (external)	04/30/06	Butler, Jr. J	50.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$200.00
Telco-Non Astra	04/14/06	Telecommunications, D	15.00
		TOTAL TELCO-NON ASTRA	\$15.00
Printing to paper from TIF	04/06/06	Copy Center, D	209.00
		TOTAL PRINTING TO PAPER FROM TIF	\$209.00
		TOTAL MATTER	\$438.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/01/06	1.20	PREPARE FOR (0.3) AND PARTICIPATE IN (0.9) BOARD OF DIRECTORS TELECONFERENCE MEETING.
BUTLER, JR. J	05/15/06	0.40	PREPARE FOR MAY 16TH BOARD OF DIRECTORS MEETING WITH SENIOR MANAGEMENT TEAM AT COMPANY IN TROY (0.4).
BUTLER, JR. J	05/16/06	2.40	PREPARE FOR (0.3) AND PARTICIPATE IN (1.6) BOARD OF DIRECTORS TELECONFERENCE MEETING; TELECONFERENCE WITH D. SHERBIN (0.2) AND EMAILS FROM/TO S. MILLER AND D. SHERBIN (0.3) RE: BOARD CANDIDATE SELECTION PROCESS.
BUTLER, JR. J	05/19/06	0.40	BEGIN TO REVIEW DRAFT OF FORM 10-K FOR MAY 24TH BOARD OF DIRECTORS MEETING (0.4).
BUTLER, JR. J	05/22/06	3.30	PREPARE FOR (1.8) AND PARTICIPATE IN (1.3) BOARD OF DIRECTORS TELECONFERENCE MEETING; BEGIN TO PREPARE FOR MAY 24TH BOARD OF DIRECTORS MEETING (0.2).
BUTLER, JR. J	05/23/06	1.00	PREPARE FOR MAY 24TH BOARD OF DIRECTORS TELECONFERENCE MEETING (0.3); CONTINUE TO REVIEW FORM 10-K (0.5); REVIEW AND COMMENT ON DRAFT JUNE 6-7, 2006 MEETING AGENDA FOR BOARD OF DIRECTORS (0.2).
BUTLER, JR. J	05/24/06	0.70	PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) BOARD OF DIRECTORS TELECONFERENCE MEETING.
		9.40	
COCHRAN EL	05/01/06	3.80	PARTICIPATED IN BOARD TELECONFERENCE (2.1); REVIEW DISCLOSURE ISSUE WITH M. LOEB (1.7).
COCHRAN EL	05/02/06	0.50	TELECONFERENCE WITH M. LOEB RE: DISCLOSURES (0.5).
COCHRAN EL	05/15/06	1.10	REVIEW 10-K COMMENTS (1.1).
COCHRAN EL	05/16/06	2.20	PARTICIPATED IN BOARD MEETING (2.2).
COCHRAN EL	05/22/06	1.40	PARTICIPATED IN BOARD MEETING (1.4).
COCHRAN EL	05/24/06	0.70	PARTICIPATED IN BOARD MEETING (0.7).
		9.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FUREARO JP	05/15/06	1.20	REVIEW OF 10K/REVISIONS (1.2).
		1.20	
GIBSON ML	05/10/06	0.10	REVIEWED AND COMMENTED ON FORM 12B-25 (0.1).
GIBSON ML	05/12/06	0.10	COORDINATED REVIEW FOR FORM 10-K (0.1).
GIBSON ML	05/14/06	1.60	REVIEWED AND REVISED DRAFT 10-K AND MULTIPLE CORRESPONDENCE WITH INTERNAL WORKING GROUP RE: SAME (1.6).
GIBSON ML	05/15/06	1.60	REVISED AND DISTRIBUTED MULTIPLE SETS OF 10-K COMMENTS AND MULTIPLE DISCUSSIONS/CORRESPONDENCE WITH WORKING GROUP RE: SAME (1.6).
GIBSON ML	05/16/06	0.10	CORRESPONDENCE RE: 10-K ISSUES (0.1).
GIBSON ML	05/25/06	0.10	CORRESPONDENCE/TELECONFERENCES RE: CONFIDENTIALITY AGREEMENT AND 8-K MATTER (0.1).
		3.60	
MARAFIOTI KA	05/14/06	1.50	REVIEW AND REVISE 10K (1.5).
MARAFIOTI KA	05/15/06	0.50	CORRESPONDENCE RE: 10K (0.2); REVIEWED DEMAND LETTER FROM CREDITORS' COMMITTEE (0.3).
MARAFIOTI KA	05/23/06	0.10	TELECONFERENCE WITH R. STARK RE: TOPRS WINDDOWN AND LAW DEBENTURE MEETING (0.1).
MARAFIOTI KA	05/31/06	0.20	CORRESPONDENCE RE: TOPRS ISSUES AND MEETING WITH LAW DEBENTURE (0.2).
		2.30	
Total Partner		26.20	
HERRIOTT AV	05/15/06	1.10	DRAFT RECUSAL LETTER FOR PBR KNOXVILLE BOARD MEMBER (1.1).
HERRIOTT AV	05/19/06	0.20	EDIT RECUSAL LETTER FOR PBR BOARD MEMBER (0.2).
		1.30	
TOUSSI S	05/14/06	2.00	REVIEW COMPANY'S 10K DRAFT AND EDIT AND REVISE SAME (2.0).
TOUSSI S	05/18/06	2.20	REVIEW LATEST DRAFT OF 10K AND RELATED 8-K (1.0); PREPARE COMMENTS TO SAME (1.2).
		4.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WILSON LD	05/14/06	1.00	REVIEW DRAFT 10-K MATERIALS (0.4); DRAFT LANGUAGE FOR SAME (0.6).
WILSON LD	05/15/06	1.90	REVIEW AND COMMENT ON 10-K (1.4); REVIEW COMMENTS FORWARDED (0.5).
WILSON LD	05/16/06	1.30	CONFER FURFARO ON 10-K COMMENTS (0.3); REVIEW PAPERS FILED BY APPARENT CUSTOMER (0.5); DRAFT RIDER TO 10-K AND CIRCULATE (0.5).
		4.20	
Total Associate		9.70	
DEMMA J	05/02/06	2.60	PREPARE 8-K FILINGS FOR DELPHI AND GENERAL MOTORS FOR ATTORNEY REVIEW (2.6).
DEMMA J	05/03/06	5.10	CONTINUE PREPARING INDEX OF DELPHI AND GENERAL MOTORS 8-K FILINGS FOR ATTORNEY REVIEW (5.1).
		7.70	
Total Legal Assistant		7.70	
TOTAL TIME		<u>43.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
General Corporate Advice**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	0.20
In-house Reproduction	05/05/06	Copy Center, D	1.00
In-house Reproduction	05/19/06	Copy Center, D	0.80
In-house Reproduction	05/23/06	Copy Center, D	107.00
		TOTAL IN-HOUSE REPRODUCTION	\$109.00
Lexis/Nexis	05/01/06	Poggioli C	115.00
		TOTAL LEXIS/NEXIS	\$115.00
Westlaw	05/23/06	Wharton JN	10.00
		TOTAL WESTLAW	\$10.00
Messengers/ Courier	05/03/06	Dist Serv/Mail/Page, D	21.70
Messengers/ Courier	05/10/06	Dist Serv/Mail/Page, D	107.30
		TOTAL MESSENGERS/ COURIER	\$129.00
Printing to paper from TIF	05/15/06	Copy Center, D	403.00
		TOTAL PRINTING TO PAPER FROM TIF	\$403.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	22.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$22.00
		TOTAL MATTER	\$788.00

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Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-13
GLOBAL SUBSIDIARIES (NON-U.S.)
337.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
HIESTAND NL	02/01/06	1.30	CONTINUED WORK ON JV ISSUE (1.3).
HIESTAND NL	02/03/06	2.10	PREPARE AND ATTEND SENIOR ADVISORY MEETING (2.1).
HIESTAND NL	02/07/06	0.20	ATTEND TO SB&BANK ISSUES (0.2).
HIESTAND NL	02/08/06	2.10	CONTINUED ANALYSIS ON CITIBANK/DHB BRAZIL ISSUES (2.1).
HIESTAND NL	02/10/06	0.90	CONTINUED REVIEW OF EQUITY TRANSFER ADN BRAZIL ISSUES (0.9).
HIESTAND NL	02/13/06	3.40	REVIEW CRED. COM. AND 541 MEETING MATTERS (2.2); REVIEW WITH FARIS ISSUE RE DHBC (1.2).
HIESTAND NL	02/14/06	0.80	CONTINUED ATTENTION TO D&B ISSUES (0.8).
HIESTAND NL	02/15/06	1.60	ATTEND TO FINAL MOTION FOR SALE OF JV; DITB ISSUE (1.6).
HIESTAND NL	02/16/06	1.40	CONTINUED REVIEW AND FILING (1.4).
HIESTAND NL	02/17/06	1.80	FINALIZE MOTION FOR SALE OF JV (1.8).
HIESTAND NL	02/20/06	1.30	REVIEW CURRENT ISSUES (1.3).
HIESTAND NL	02/21/06	0.40	ATTEND TO MISCELLANEOUS EUROPEAN ISSUES, INCLUDING SALES (0.4).
HIESTAND NL	02/22/06	0.40	ATTEND TO JV SALES (0.4).
HIESTAND NL	02/24/06	1.10	REVIEW ISSUES RE: PREPARATION AND CONTINGENCY PLANNING (1.1).
		18.80	
MARAFIOTI KA	02/01/06	1.70	ANALYZE ISSUES RE: SHANGHAI DELCO SALE (1.7).
MARAFIOTI KA	02/14/06	1.60	REVIEW AND REVISE FURAKAWA MOTION (1.2) AND ORDER (0.2); FURTHER REVISIONS TO EACH (0.2).
MARAFIOTI KA	02/15/06	0.50	REVIEW AND REVISE MOTION TO APPROVE SALE OF EQUITY INTEREST IN IN CHINESE JOINT VENTURE (0.5).
MARAFIOTI KA	02/17/06	1.00	FINALIZE FURAKAWA MOTION (0.3), NOTICE (0.1), ORDER (0.2); WORK ON FINAL REVISIONS TO CHINESE JOINT VENTURE SALE MOTION (0.4).
		4.80	
Total Partner		23.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	02/02/06	1.80	READ AND REVIEW RESEARCH MATERIALS IN PREPARATION FOR DRAFTING OF JOINT VENTURE FUNDING MOTION (1.8).
HERRIOTT AV	02/05/06	0.90	CONTINUE RESEARCH RE: FURUKAWA INVESTMENT (0.9).
HERRIOTT AV	02/06/06	1.00	CONTINUE REVIEWING FURUKAWA CORPORATE DOCUMENTS AND DRAFTING MOTION RE: CAPITAL INFUSIONS IN FURUKAWA (1.0).
HERRIOTT AV	02/07/06	4.80	BEGIN DRAFTING MOTION TO FUND JOINT VENTURE DELPHI FURUKAWA WIRING SYSTEMS (4.8).
HERRIOTT AV	02/08/06	1.00	CONTINUE DRAFTING MOTION TO FUND JOINT VENTURE (1.0).
HERRIOTT AV	02/09/06	5.10	CONTINUE TO DRAFT, REVIEW AND REVISE MOTION TO FUND JOINT VENTURE DFWS (4.7); TELECONFERENCE WITH E. HOFIUS AND L. AGASSE RE: SAME (0.4).
HERRIOTT AV	02/10/06	1.80	CONTINUE REVIEWING AND REDRAFTING MOTION TO FUND JOINT VENTURE DFWS (1.5); CONFERENCE WITH E. HOFIUS AND L. AGASSE RE: SAME (0.3).
HERRIOTT AV	02/13/06	1.10	CONTINUE TO REVIEW AND REVISE MOTION TO FUND JOINT VENTURE (0.3); PARTICIPATE IN WORKING GROUP STRATEGY MEETING (0.8).
HERRIOTT AV	02/14/06	2.00	CONTINUE TO REVIEW AND REVISE MOTION TO FUND JOINT VENTURE DFWS (2.0).
HERRIOTT AV	02/15/06	1.70	CONTINUE TO REVIEW AND REVISE MOTION TO FUND JOINT VENTURE DFWS (1.7).
HERRIOTT AV	02/16/06	1.30	CONTINUE REVIEWING AND REVISING MOTION TO FUND JOINT VENTURE DELPHI FURUKAWA WIRING SYSTEMS (0.9); TELECONFERENCE WITH E. HOFIUS AND M. DENSMORE RE: SAME (0.4).
HERRIOTT AV	02/17/06	6.40	CONTINUE REVIEWING AND REVISING MOTION, ORDER AND NOTICE TO FUND JOINT VENTURE FURUKAWA AND PREPARE FOR FILING (5.4); CONFERENCE WITH E. HOFIUS AND M. DENSMORE RE: SAME (0.7); COMPILE NOTICE PARTIES FOR MOTION (0.3).
HERRIOTT AV	02/23/06	0.40	REVIEW INFORMATION REQUEST FROM CREDITORS' COMMITTEE RE: DELPHI'S MOTION TO FUND ITS JOINT VENTURE DFWS AND BEGIN RESEARCHING RESPONSE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	02/24/06	0.70	REVIEW COMPANY'S RESPONSE TO CREDITORS' COMMITTEE ADVISOR'S REQUEST FOR ADDITIONAL INFORMATION IN CONNECTION WITH MOTION TO FUND DFWS (0.4); CONFERENCE WITH M. DENSMORE RE: SAME (0.1); FOLLOW UP FROM CONVERSATION (0.2).
		30.00	
MEISLER RE	02/08/06	0.70	REVIEW AND COMMENT ON MOTION TO PERMIT INVESTMENTS IN DFWS (0.7).
MEISLER RE	02/09/06	0.70	CONTINUED TO REVIEW AND COMMENT ON MOTION TO PERMIT INVESTMENTS IN DFWS (0.7).
MEISLER RE	02/14/06	0.10	ATTENTION TO JOINT VENTURE ISSUE (0.1).
MEISLER RE	02/16/06	0.70	REVIEW FURUKAWA MOTION (0.4); CONFERENCE WITH S. CORCORAN RE: SAME (0.3).
MEISLER RE	02/17/06	3.00	REVIEWED AND COMMENTED ON FURUKAWA MOTION (1.4); REVIEW AND RESPONDED TO CORRESPONDENCE (1.5); CONFERENCE WITH M. MCGUIRE RE: DELPHI DEUTSCHLAND (0.1).
MEISLER RE	02/27/06	1.90	TELECONFERENCE WITH S. CORCORAN RE: FURUKAWA (0.1); ATTENTION TO SAME (0.3); TELECONFERENCE WITH J. GUGLIELMO RE: SAME (0.2); PARTICIPATE ON WEEKLY ACTION ITEM CALL (0.6); FOLLOW UP RE: SAME (0.2); TELECONFERENCE WITH T. MATZ RE: STRATEGY (0.5).
MEISLER RE	02/28/06	0.60	TELECONFERENCE WITH S. CORCORAN RE: INTERCOMPANY LOANS (0.1); ATTENTION TO SAME (0.5).
		7.70	
PILKINGTON C	02/01/06	2.40	ADVICE TO S. DANIELS RE "INSIDER" ISSUE RE PROJECT DISH AND NECESSARY BANKRUPTCY COURT APPROVAL (0.9); REVIEW CORRESPONDENCE AND ISSUES RE MEXICAN "MAQUILADORA" OPERATIONS (0.9); REVIEW CORRESPONDENCE/ISSUES RE INTERNATIONAL SET-OFFS (0.6).
PILKINGTON C	02/02/06	3.20	REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (01/3/06) (0.9); DRAFTING AND AMENDING MOTION FOR SALE OF CHINESE JV (PROJECT DISH) (1.1); DRAFTING ORDER RE PROJECT DISH (1.2).
PILKINGTON C	02/06/06	1.20	PREPARATION FOR AND ATTENDING WEEKLY UPDATE CONFERENCE CALL (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	02/07/06	3.40	ARRANGING US PROCEDURAL LAW AMENDMENTS TO EQUITY TRANSFER AGREEMENT RE PROJECT DISH (0.4); REVIEW OF UPDATED CASE ADMINISTRATION FILE MATERIALS (1.1); REVIEW OF CHINESE JV CONTRACT; ANALYSIS OF PRE-EMPTION/NOTICE PROVISIONS THERETO (1.9).
PILKINGTON C	02/08/06	6.50	REVIEW OF UCC PRESENTATION (2.2.06) MATERIALS (1.8); REVIEW OF S.341 PRESENTATION MATERIALS (0.9); AMENDMENTS TO PROJECT DISH TRANSFER AGREEMENT RE: BANKRUPTCY COURT REQUIREMENTS (1.9); REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (1.2.06; 3/2/06) (0.6); REVIEW/ANALYSIS AND ADVICE TO R. BERRY RE DHB/CITIBANK SETTLEMENT ISSUE AND TERMS/MECHANICS OF PAYMENT OF CITIBANK'S LEGAL FEES (1.3).
PILKINGTON C	02/09/06	3.70	REVIEW OGF CASH MANAGEMENT ORDER AND ADVICE TO R. BERRY RE SET-OFF OF \$1.3M RE DHB/SETTLEMENT MONIES AND AMOUNTS OWED TO/FROM DELPHI US/BRAZIL (1.2); ADVICE TO F. ALSAGOFF RE AMENDMENTS TO PROJECT DISH TRANSFER AGREEMENT AND BANKRUPTCY COURT APPROVAL WORKING (1.3); DRAFTING SUMMARY OF INTERNATIONAL WARRANTIES (1.2).
PILKINGTON C	02/10/06	1.00	ATTENDING SENIOR STRATEGY MEETING CONFERENCE CALL (0.7); ADVICE TO F. ALSAGOFF/S. DANIELS RE PROJECT DISH (0.3).
PILKINGTON C	02/13/06	3.40	DISCUSSIONS WITH /ADVICE TO L. Hiestand RE SHB/CITIBANK SETTLEMENT (0.8); REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (2.7/06) (0.9); REVIEW OF STATEMENT OF AFFAIRS (1.7).
PILKINGTON C	02/14/06	1.70	REVIEW/ANALYSIS OF UPDATED TASK LIST AND INTERNATIONAL ISSUES (1.1); REVIEW R. BERRY EMAIL RE: DHB SETTLEMENT AND ANALYSIS OF QUERIES (0.6).
PILKINGTON C	02/15/06	1.70	FINALIZING MOTION, ORDER AND NOTICE PARTIES FOR PROJECT DISH (1.7).
PILKINGTON C	02/16/06	4.10	FINALIZING MOTION/ORDER/NOTICE PARTIES FOR PROJECT DISH (2.9); DRAFTING NOTICE RE PROJECT DISH. (1.2).
PILKINGTON C	02/17/06	5.70	AMENDING, FINALIZING AND ARRANGING FILING OF ORDER, SALE NOTICE, TRANSFER AGREEMENT AND LIST OF NOTICE PARTIES RE: PROJECT DISH (4.6); REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	02/21/06	0.90	REVIEW OF UPDATED CORE ADMINISTRATION MATERIAL (0.9).
PILKINGTON C	02/22/06	1.30	REVIEW UPDATED TASK LIST (1.3).
PILKINGTON C	02/24/06	1.20	REVIEW OF PRESENTATION MATERIALS RE: MEETING OF UCC (2/16/2006) (1.2).
PILKINGTON C	02/25/06	1.60	ANALYSIS AND AMENDMENTS TO UCC PRESENTATION SLIDES RE: PROJECT DISH (1.3); ANALYSIS OF INFORMATION RE: PROJECT DISH TO BE SUPPLIED TO THE UCC (0.3).
PILKINGTON C	02/27/06	0.30	REQUESTING INFORMATION RE: PROJECT DISH TO RESPOND TO VCC IF NECESSARY (0.3).
PILKINGTON C	02/28/06	1.10	REVIEW/ANALYSIS OF UPDATED TASK LIST AND ONGOING INTERNATIONAL ISSUES; REVIEW DISTRIBUTION LIST CORRESPONDENCE (1.1).
		44.40	
STUART NL	02/28/06	5.30	RESEARCH RE: INTERCOMPANY TRANSFERS AND SUBSIDIARY FINANCING (1.1); DRAFT MEMO RE: SAME (1.9); TELECONFERENCE WITH CLIENT RE: FINANCINGS (0.6); CONTINUE WITH RESEARCH RE: SUBSIDIARY FINANCINGS (1.7).
		5.30	
TOUSSI S	02/01/06	1.60	ADDRESS ISSUES RE: SALE OF CHINESE JOINT VENTURE (PROJECT DISH) INCLUDING CONDITIONS TO CLOSING TO BE INCLUDED IN DRAFT TRANSFER AGREEMENT (1.2); VARIOUS CORRESPONDENCE AND FOLLOWUP RE: SAME (0.4).
TOUSSI S	02/02/06	2.70	REVIEW DRAFT OF PROJECT DISH MOTION ON SALE OF CHINESE JOINT VENTURE ASSETS (1.4); ADDRESS AND RESEARCH ISSUES RELATED TO AKEBOMO SALE OF ASSETS AND RELATED SETOFF ISSUES (1.3).
TOUSSI S	02/08/06	4.90	REVIEW DRAFT OF TRANSFER AGREEMENT FOR SALE OF CHINESE JV INTEREST AND EDIT SAME (1.7); REVIEW COMPARABLE APA IN CONNECTION WITH SAME (1.0); EDIT AND REVISE DRAFT MOTION RE: PROJECT DISH AND DISCUSS SAME (1.5); ADDRESS CORRESPONDENCE RE: MOTION AND AGREEMENT (0.7).
TOUSSI S	02/09/06	2.30	EDIT AND REVISE MOTION TO APPROVE SALE OF CHINESE JOINT VENTURE (1.2); REVIEW COMDISCO AND RELATED PRECEDENT RE: BIDDING PROCEDURES (0.8); VARIOUS CORRESPONDENCE RE: MOTION AND NOTICE ISSUES RE: BIDDING PROCEDURES (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	02/10/06	3.50	EDIT AND REVISE MOTION TO APPROVE SALE OF CHINESE JV EQUITY INTEREST (2.0); DRAFT AND REVISE PROPOSED ORDER RE: SAME (1.0); ADDRESS NOTICE AND SERVICE ISSUES AND VARIOUS CORRESPONDENCE RE: SAME (0.5).
TOUSSI S	02/13/06	1.10	ADDRESS ISSUES RE: SALE OF CHINESE JOINT VENTURE INTEREST AND SERVICE RELATED ISSUES (1.1).
TOUSSI S	02/15/06	2.00	ADDRESS AND RESOLVE ISSUES RE: MOTION TO SELL EQUITY INTERESTS (0.6); EDIT AND REVISE NOTICE/ORDER/MOTION AND INCORPORATE COMMENTS (1.4).
TOUSSI S	02/16/06	3.60	REVIEW 2/9 HEARING TRANSCRIPT (0.5); EDIT AND REVISE MOTION, ORDER AND NOTICE RE: PROJECT DISH (1.5); ADDRESS AND RESOLVE ISSUES RE: SAME (1.6).
TOUSSI S	02/17/06	3.40	EDIT AND REVISE PROJECT DISH MOTION ON TRANSFER OF CHINESE JOINT VENTURE EQUITY INTEREST (2.2); ADDRESS ISSUES RE: FILING SAME (1.2).
		25.10	
Total Associate		112.50	
TOTAL TIME		<u>136.10</u>	
CLIENT TOTAL		<u>5868.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	02/24/06	Telecommunications, D	1.82
Telephone Expense	02/24/06	Telecommunications, D	2.15
Telephone Expense	02/24/06	Telecommunications, D	0.03
		TOTAL TELEPHONE EXPENSE	\$4.00
Out-of-Town Travel	02/16/06	Butler, Jr. J	9.51
Out-of-Town Travel	02/17/06	Meisler RE	120.66
Out-of-Town Travel	02/17/06	Meisler RE	41.30
Out-of-Town Travel	02/17/06	Meisler RE	202.53
		TOTAL OUT-OF-TOWN TRAVEL	\$374.00
Wireless - Mobile/Cellular/Pager	02/28/06	Hiestand NL	302.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$302.00
		TOTAL MATTER	\$680.00
		TOTAL CLIENT	\$207,364.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Global Subsidiaries (Non-US)**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
HIESTAND NL	03/03/06	3.30	BEGIN WORK ON CATALYST TRANSACTION (3.3).
HIESTAND NL	03/05/06	0.40	PREPARING FOR CALL (0.4).
HIESTAND NL	03/06/06	1.10	ATTEND TO SALE ISSUES (1.1).
HIESTAND NL	03/07/06	1.40	SIGN REVIEW OF UCC ISSUES, OTHER MATTERS, INCLUDING CATALYST SALE (1.4).
HIESTAND NL	03/08/06	2.60	REVIEW SBERBANK RESPONSE (1.8); PREVIEW CATALYST ISSUES AND CONFERENCE CALL (0.8).
HIESTAND NL	03/10/06	2.80	PREPARE FOR AND ATTEND CONFERENCE CALL; FOLLOW UP (2.8).
HIESTAND NL	03/13/06	0.30	ATTENTION TO SALE RIDER AND PEGASUS MATTER (0.3).
HIESTAND NL	03/15/06	0.40	REVIEW SALE ISSUES RE. PEGASUS (0.4).
HIESTAND NL	03/20/06	1.30	ATTEND TO ISSUE RE: SALE OF GERMAN ASSETS AND PATENT; OTHER MATTERS (1.3).
HIESTAND NL	03/21/06	0.40	REVIEW VARIOUS ISSUES (0.4).
HIESTAND NL	03/24/06	1.70	CONFERENCE CALL (1.7).
HIESTAND NL	03/30/06	1.90	CONTINUE TO WORK ON DD/DTI IP MATTER; REVIEW BOARD MATERIALS (1.9).
		17.60	
Total Partner		17.60	
MATZ TJ	03/07/06	0.40	WORK ON KELLY DRYE RE: INTERCOMPANY LOAN TRANSACTIONS AND NOTICES (0.4).
MATZ TJ	03/09/06	0.40	FURTHER WORK ON CHINESE JOINT VENTURE ORDER (0.4).
MATZ TJ	03/10/06	0.60	FOLLOW UP WORK AND CORRESPONDENCE RE: CHINESE JOINT VENTURE ORDER (0.6).
MATZ TJ	03/13/06	0.50	FOLLOW UP WORK RE: FINAL FORM OF ORDER RE: SAME OF CHINESE JOINT VENTURE INTEREST (0.4); FORWARD SAME TO CHAMBER (0.1).
MATZ TJ	03/15/06	0.10	TELECONFERENCE WITH CHAMBERS RE: CHINESE JOINT VENTURE STATUS (0.1).
		2.00	
Total Counsel		2.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	03/01/06	1.00	DRAFT FURUKAWA PROFFER (0.7); STRATEGY MEETING WITH CLIENT (0.3).
		1.00	
PILKINGTON C	03/03/06	2.50	PREPARATION FOR AND ATTENDING DELPHI SENIOR STRATEGY CONFERENCE CALL (1.6); REVIEW OF DISTRIBUTION LIST FILE CORRESPONDENCE (0.9).
PILKINGTON C	03/06/06	2.30	REVIEW DISTRIBUTION LIST CORRESPONDENCE AND UCC PRESENTATION MATERIALS (1.3); ATTENDING/PREPARATIONS FOR WEEKLY TASK LIST ASSOCIATES CONFERENCE CALL (1.0).
PILKINGTON C	03/07/06	4.80	REVIEW REVISED DRAFT OF CODE, RESEARCH RE: EMBARGOS IN UK, AND DEPARTMENT OF DEFENCE CODES OF CONDUCT, WORDING RE: PERSONNEL REPORTING QUERIES/CONCERN (4.8).
PILKINGTON C	03/08/06	1.30	DRAFTING SECTIONS FOR HANDBOOK ON UK EMBARGO/SANCTIONS AND REQUIREMENTS FOR CODES OF CONDUCT ISSUES (1.3).
PILKINGTON C	03/09/06	2.30	LLIAISING WITH J. LOSEY/D. NORLINGER RE: UK/INTERNATIONAL EMBARGO REWORDING; TELECONFERENCE WITH D. OUDERK AND RESEARCH RE: ANTI- CORRUPTION WORDING IN CODE; LEGAL RESEARCH THERETO (2.3).
PILKINGTON C	03/10/06	3.70	REVIEW CLEAN/BLACKLINED AMENDED VERSIONS OF HANDBOOK; COMMENTS ON UK ISSUES INCLUDING ANTI-CORRUPTION AND EMBARGOS/SANCTIONS ISSUES (1.9); PREPARATION FOR AND ATTENDING SENIOR STRATEGY MEETING CONFERENCE CALL (1.8).
PILKINGTON C	03/13/06	1.90	REVIEW/ANALYSIS REVISED HANDBOOK; RESEARCH RE: REMEDIES AVAILABLE TO EMPLOYER IF EMPLOYEE FAILS TO RETURN COMPANY PROPERTY (1.9).
PILKINGTON C	03/17/06	1.50	PREPARATION FOR AND ATTENDING SENIOR STRATEGY MEETING CONFERENCE CALL (1.5).
PILKINGTON C	03/20/06	0.30	REVIEW/FORWARDING PROJECT DISH DOCKETED MOTION (0.3).
PILKINGTON C	03/21/06	1.40	REVIEW TASK LIST AND OUTSTANDING INTERNATIONAL ISSUES (0.8); REVIEW UPDATED CASE BINDER MATERIALS (0.6).
PILKINGTON C	03/22/06	1.50	REVIEW OF 9 MARCH 2006 BC HEARING TRANSCRIPT (1.2); REVIEW FILE CORRESPONDENCE (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	03/27/06	3.80	REVIEW/ANALYSIS S. 1102 KA HEARING TRANSCRIPT. (1.3); REVIEW/ANALYSIS OF BERLIN DIVESTITURE AND ABILITY TO ELL PATENTS/IP UNDER UK AND GERMAN LAW (1.1); PREPARATION FOR AND ATTENDING DELPHI WEEKLY CALL (0.6); REVIEWING/ANALYSIS ONGOING INTERNATIONAL ISSUES (0.8).
PILKINGTON C	03/28/06	2.40	REVIEW UPDATED CASE ADMINISTRATION MATERIALS (0.8); RESEARCH-RECOGNITION OF US PLEDGES AFTER UK ASSETS (1.6).
PILKINGTON C	03/29/06	3.70	CE RE: EQUITABLE OWNERSHIP OF IP UNDER UK LAW (1.6); RESEARCH RE. ABILITY OF DELPHI US TO ASSERT LIENS OVER ASSETS OF DELPHI UK (1.8); REVIEW FILE CORRESPONDENCE (0.3).
PILKINGTON C	03/30/06	0.80	REVIEW FILE CORRESPONDENCE (0.3); TELECONFERENCE WITH L. HIESTAND RE: LEGAL/BENEFICIAL OWNERSHIP OF UK IP (0.2); ANALYSIS OF ISSUES THERETO (0.3).
PILKINGTON C	03/31/06	1.10	REVIEW DISTRIBUTION LIST CORRESPONDENCE (0.6); REVIEW CORRESPONDENCE AS IP OWNERSHIP IN BERLIN'S DIVESTITURE AND ANALYSIS THERETO (0.5).
		35.30	
STUART NL	03/08/06	1.50	RESEARCH RE: VARIOUS FOREIGN SUBSIDIARY FINANCING ISSUES (1.3); TELECONFERENCE WITH CLIENT RE: SAME (0.2).
		1.50	
TOUSSI S	03/08/06	1.20	PREPARE PROFFERS FOR VARIOUS MOTIONS TO BE HEARD ON 3/9, INCLUDING CHINESE JOINT VENTURE SALE (1.2).
TOUSSI S	03/09/06	0.70	ADDRESS ISSUES RE: HEARING ON CHINESE JOINT VENTURE SALES (0.7).
TOUSSI S	03/10/06	0.80	ADDRESS ISSUES RE: CHINESE JOINT VENTURE SALE (0.3); RESEARCH ISSUES RE: SAME (0.5).
		2.70	
Total Associate		40.50	

FARRAG SK	03/27/06	4.80	RESEARCH ON THE CONDITIONS FOR ACQUIRING EQUITABLE OWNERSHIP OF A PATENT REGISTERED IN ANOTHER'S NAME UNDER ENGLISH LAW (4.8).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FARRAG SK	03/28/06	7.70	FURTHER RESEARCH ON DELPHI DEUTSCHLAND'S POTENTIAL ARGUMENT THAT IT ACQUIRED EQUITABLE OWNERSHIP OF UK PATENTS BY PAYING FOR THEIR DEVELOPMENT (7.7)
		12.50	
Total Research Assistant/Solicitor Trainee		12.50	

TOTAL TIME 72.60

CLIENT TOTAL 6256.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/17/06	Copy Center, D	22.00
		TOTAL IN-HOUSE REPRODUCTION	\$22.00
Telephone Expense	03/09/06	Telecommunications, D	12.91
Telephone Expense	03/31/06	Telecommunications, D	1.91
Telephone Expense	03/31/06	Telecommunications, D	2.10
Telephone Expense	03/31/06	Telecommunications, D	0.07
Telephone Expense	03/31/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$17.00
Wireless - Mobile/Cellular/Pager	03/31/06	Hiestand NL	210.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$210.00
		TOTAL MATTER	\$249.00
		TOTAL CLIENT	\$229,991.68

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/19/06	0.60	REVIEW AND EVALUATE MESIROW REQUEST RE INTERCOMPANY TRANSACTIONS (0.6).
BUTLER, JR. J	04/29/06	0.40	REVIEW AND EVALUATE BERLIN DIVESTITURE MATTERS (0.4)
		1.00	
HIESTAND NL	04/03/06	2.80	PREPARE FOR AND ATTEND WEEKLY SENIOR STAFF CALL; FOLLOW UP AND ATTENTION TO PEGASUS (2.8).
HIESTAND NL	04/04/06	2.60	PREPARE FOR AND ATTEND CALL RE: PEGASUS (2.6).
HIESTAND NL	04/05/06	1.40	REVIEW AND ANALYZE PBGC LIEN ISSUES; OTHERS (1.4).
HIESTAND NL	04/06/06	0.80	CONTINUE ATTENTION TO PEGASUS (0.8).
HIESTAND NL	04/09/06	0.90	REVIEW OPEN MATTERS (0.9).
HIESTAND NL	04/10/06	3.20	PREPARE FOR AND ATTEND CALL RE: PEGASUS (3.2).
HIESTAND NL	04/11/06	0.70	REVIEW PEGASUS ISSUES (0.7).
HIESTAND NL	04/12/06	2.20	REVIEW PEGASUS MATERIALS AND UCC MATERIALS (2.2).
HIESTAND NL	04/13/06	3.20	PREPARE FOR AND ATTEND SENIOR STRATEGY CALL (2.1); REVIEW PEGASUS AND OTHER ISSUES (1.1).
HIESTAND NL	04/20/06	0.30	ATTEND TO OPEN ITEMS (0.3).
HIESTAND NL	04/21/06	0.40	BERLIN DIVESTITURE AND OTHER MATTERS (0.4).
HIESTAND NL	04/25/06	0.90	ATTEND TO BERLIN DIVESTITURE (0.9).
HIESTAND NL	04/26/06	1.80	REVIEW AND ANALYZE BERLIN DD PATENT MATTER (1.8).
HIESTAND NL	04/27/06	3.10	REVIEW MATERIALS RELATING TO BERLIN DIVESTITURE PATENT SALE; TELECONFERENCE RE: SAME; DRAFT NOTE TO CLIENT (3.1).
HIESTAND NL	04/28/06	4.20	PREPARE FOR AND ATTEND SENIOR STRATEGY MEETING CALL (1.9); CONTINUE WORK ON BERLIN DIVESTITURE (1.9); OTHER ISSUES (0.4).
		28.50	
Total Partner		29.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/27/06	3.00	REVIEW BERLIN DIVESTITURE TRANSACTION (1.8); CONFERENCE WITH WORKING GROUP RE: SAME (0.8); REVIEW AND COMMENT ON CORRESPONDENCE RE: SAME (0.4).
		3.00	
PILKINGTON C	04/03/06	0.90	PREPARATION FOR AND ATTENDING WEEKLY STRATEGY CALL (0.9).
PILKINGTON C	04/04/06	1.90	REVIEW REVISED CASE ADMINISTRATION MATERIALS (0.7); REVIEW ONGOING TASK LIST AND OUTSTANDING INTERNATIONAL ISSUES (1.2).
PILKINGTON C	04/05/06	2.90	ADVICE RE: WHETHER US LIENS CAN BE ASSERTED OVER UK ASSETS; RESEARCH THERETO (2.9).
PILKINGTON C	04/07/06	4.60	REVIEW/RESEARCH RE: ENFORCEABILITY OF US LIEN OVER UK ASSETS (1.1); REVIEW PRESENTATION MATERIALS RE: MEETING OF UCC 30 MARCH 2006 (1.7); REVIEW TRANSCRIPTS OF US BANKRUPTCY COURT HEARINGS (22 MARCH 2006 AND 10 FEBRUARY 2006) (1.8).
PILKINGTON C	04/10/06	1.90	PREPARATION FOR AND ATTENDING DELPHI TASK LIST CONFERENCE CALL (1.0); REVIEW OUTSTANDING INTERNATIONAL ISSUES (0.6); CHASING STATUS OF BERLIN DIVESTITURE (0.3).
PILKINGTON C	04/11/06	1.10	REVIEW REVISED CASE ADMINISTRATION MATERIAL (1.1).
PILKINGTON C	04/13/06	1.10	REVIEW FILE CORRESPONDENCE (0.7); ANALYSIS OF POSITION RE: MECEL DIVESTITURE AND LIAISON WITH COMPANY (0.4).
PILKINGTON C	04/18/06	2.10	REVIEW UPDATED CASE ADMINISTRATION MATERIAL (0.8); LIAISON/ADVICE RE: MECEL DIVESTITURE (0.7); REVIEW DISTRIBUTION LIST CORRESPONDENCE (0.6).
PILKINGTON C	04/19/06	1.10	REVIEW/ANALYSIS OF MECEL DIVESTITURE AND BC APPROVAL ISSUE (1.1).
PILKINGTON C	04/21/06	1.10	REVIEW OF MEMORANDUM RE: DTI/DD OWNERSHIP OF PATENTS AND UK ADVICE (1.1).
PILKINGTON C	04/24/06	2.40	REVIEW DISTRIBUTION LIST FILE CORRESPONDENCE (0.8); PREPARATION FOR AND ATTENDING WEEKLY CALL (0.7); ANALYSIS OUTSTANDING INTERNATIONAL ISSUES (0.9).
PILKINGTON C	04/25/06	1.50	REVIEW REVISED CASE ADMINISTRATION MATERIALS (0.8); ADVICE TO R. MEISLER RE: DIVESTITURE OF MECEL AB (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	04/26/06	0.40	REVIEW BERLIN DIVESTITURE ISSUE (0.4).
PILKINGTON C	04/27/06	3.10	REVIEW OF DISTRIBUTION LIST CORRESPONDENCE AND TRANSCRIPT OF 7 JULY 2006 HEARING (1.3); PREPARATION FOR, ATTENDING AND FOLLOW UP RE: TELECONFERENCE ON DIVESTITURE OF BERLIN AND IP ISSUES (1.8).
PILKINGTON C	04/28/06	0.80	PREPARATION FOR AND ATTENDING WEEKLY STRATEGY CALL (0.8).
		26.90	
ZIEGLER VE	04/06/06	4.50	DRAFT DE MINIMIS ASSETS NOTICE RE: SALE OF BERLIN PATENTS (2.1); REVIEW AND ANALYZE DOCUMENTS SENT BY DELPHI WITH RESPECT TO THE TRANSACTION (2.4).
ZIEGLER VE	04/07/06	5.40	LEGAL RESEARCH AND DRAFT MEMO AND CASE LAW ANALYSIS RE: DISTRIBUTION OF PROFITS BETWEEN LEGAL AND BENEFICIARY OWNER OF PATENTS UNDER US AND EU LAW (4.1); DRAFT ANALYSIS AND EMAIL CORRESPONDENCE WITH T. TWOMEY AND J. STRZEBNIOK RE: FACTUAL BACKGROUND AND FOLLOW UP QUESTIONS (1.3).
ZIEGLER VE	04/10/06	0.90	ATTEND CONFERENCE CALL WITH T. TWOMEY AND J. STRZEBNIOK RE: DILIGENCE AND EMPLOYMENT AGREEMENT WITH RESPECT TO THE PATENTS (0.9).
ZIEGLER VE	04/11/06	8.30	ANALYSIS OF PROPOSED SALE OF BERLIN PATENTS (2.1) LEGAL RESEARCH RE: BENEFICIAL OWNERSHIP OF PATENTS UNDER EU AND US LAW (5.1); DRAFT EMAIL OF ANALYSIS AND QUESTIONS RE: BENEFICIAL OWNERSHIP AND EVIDENCE (1.1).
ZIEGLER VE	04/17/06	4.50	DRAFT PART OF MEMO AND CASE LAW ANALYSIS RE: DISTRIBUTION OF PROFITS BETWEEN LEGAL AND BENEFICIARY OWNER OF PATENTS UNDER US AND EU LAW (3.1); DRAFT ANALYSIS AND EMAIL CORRESPONDENCE WITH T. TWOMEY AND J. STRZEBNIOK RE: FACTUAL BACKGROUND (1.4).
ZIEGLER VE	04/18/06	4.10	DRAFT PART OF MEMO AND CASE LAW ANALYSIS RE: DISTRIBUTION OF PROFITS BETWEEN LEGAL AND BENEFICIARY OWNER OF PATENTS UNDER US AND EU LAW (4.1).
ZIEGLER VE	04/19/06	2.10	REVIEW AND REVISE MEMO RE: DISTRIBUTION OF ASSETS PURSUANT TO SALE OF BERLIN OPERATIONS (2.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	04/21/06	1.20	EMAIL CORRESPONDENCE WITH L. HIESTAND RE: BERLIN PATENTS (0.2); REVISE MEMO RE: DIVISION OF PROCEEDS BETWEEN DELPHI DEUTSCHLAN AND DELPHI TECHNOLOGY (1.0).
ZIEGLER VE	04/25/06	0.20	EMAIL CORRESPONDENCE WITH L. HEISTAND RE: SALE AND LICENSE OF BERLIN PATENTS (0.2).
ZIEGLER VE	04/26/06	4.60	DRAFT ANALYSIS RE: SALE AND LICENSE OF BERLIN PATENTS (2.1); EMAIL CORRESPONDENCE WITH L. HIESTAND AND J. STRZEBNIOK RE: SAME (2.0); TELECONFERENCE WITH E. ZIFF RE: "BENEFICIAL OWNERSHIP" ISSUE AND BERLIN PATENTS (0.5).
ZIEGLER VE	04/27/06	1.40	PREPARE AND PARTICIPATE IN CONFERENCE CALL WITH WORKING GROUP RE: SALE AND LEASE OF BERLIN PATENTS (1.4).
ZIEGLER VE	04/28/06	2.30	EMAIL CORRESPONDENCE WITH L. HIESTAND AND J. STRZEBNIOK RE: ANALYSIS RE: SALE AND LICENSE OF BERLIN PATENTS (1.0); REVISE NOTICE OF SALE OF DE MINIMIS ASSETS AD AFFIDAVIT (1.3).
ZIEGLER VE	04/29/06	1.30	PREPARE SLIDES FOR CREDITORS' COMMITTEE PRESENTATION RE: SALE AND LICENSE OF BERLIN ASSETS (1.3).
		40.80	
Total Associate		70.70	
TOTAL TIME		<u>100.20</u>	
CLIENT TOTAL		<u>5202.00</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	04/17/06	Telecommunications, D	8.69
Telephone Expense	04/20/06	Telecommunications, D	25.02
Telephone Expense	04/28/06	Telecommunications, D	1.39
Telephone Expense	04/28/06	Telecommunications, D	1.86
Telephone Expense	04/28/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$37.00
		TOTAL MATTER	\$37.00
		TOTAL CLIENT	\$123,607.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
HIESTAND NL	05/01/06	3.60	PREPARE FOR AND ATTEND CONFERENCE CALL RE: BERLIN DIVESTITURE; PRELIMINARY REVIEW AND CALLS WITH S. CORCORAN (3.6).
HIESTAND NL	05/02/06	2.80	CONTINUED WORK ON BERLIN DIVESTITURE (2.8).
HIESTAND NL	05/03/06	0.60	CONTINUED ATTENTION TO BERLIN (0.6).
HIESTAND NL	05/05/06	1.10	PREPARE FOR AND ATTEND SENIOR CONFERENCE CALL; FOLLOW UP (1.1).
HIESTAND NL	05/10/06	3.90	PREPARE FOR AND ATTEND CATALYST CONFERENCE CALL (2.6); PREPARE FOR AND ATTEND JV DISPOSAL TELECONFERENCE (1.3).
HIESTAND NL	05/11/06	0.30	ATTENTION TO PENSION ISSUE (0.3).
HIESTAND NL	05/15/06	4.40	ATTENTION TO JV SHARE PURCHASE AND ISSUES RELATED THERETO, INCLUDING PBGC AND CALLS RE. SAME (2.9); ATTEND TO LABOUR AND OTHER ISSUES (1.5).
HIESTAND NL	05/17/06	0.70	CONTINUED ATTENTION TO PURCHASE OF JV, BERLIN (0.7).
HIESTAND NL	05/18/06	0.80	REVIEW PATENT AGREEMENT (0.8).
HIESTAND NL	05/19/06	5.10	REVIEW PATENT AGREEMENT AND CALLS/EMAIL RE. SAME (3.1); TELECONFERENCE RE: JV PURCHASE (2.0).
HIESTAND NL	05/22/06	1.60	REVIEW PATENT ASSIGNMENT AND LICENCE (1.6).
HIESTAND NL	05/23/06	2.70	REVIEW ICC MATERIALS (1.1); ATTEND TO ASHIMORI AND BERLIN DEALS (1.6).
HIESTAND NL	05/24/06	1.80	REVIEW WITH CLIENT BERLIN DIVESTITURE (1.8).
HIESTAND NL	05/25/06	2.70	PREPARE FOR AND ATTEND TELECONFERENCE RE BERLIN DIVESTITURE, OTHER MATTERS (2.7).
HIESTAND NL	05/31/06	0.60	ATTENTION TO UCC PRESENTATION OF TRANSACTIONS (0.6).
		32.70	
Total Partner		32.70	
MEISLER RE	05/11/06	0.20	CONFERENCE WITH M. MCGUIRE RE: INTERNATIONAL TRANSACTIONS (0.2).
MEISLER RE	05/12/06	0.30	REVIEW PROPOSED JV TRANSACTION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/13/06	0.60	ANALYSIS OF JV TRANSACTION RISKS AND BENEFITS (0.6).
MEISLER RE	05/15/06	0.40	ATTENTION TO POTENTIAL TRANSACTION WITH GLOBAL JV PARTNER (0.2); TELECONFERENCE WITH L. HIESTAND RE: SAME (0.2).
MEISLER RE	05/17/06	0.70	CONTINUED ATTENTION TO POTENTIAL TRANSACTION WITH GLOBAL JV PARTNER (0.7).
MEISLER RE	05/19/06	0.80	TELECONFERENCE WITH L. HIESTAND RE: POTENTIAL TRANSACTION WITH GLOBAL JV PARTNER (0.3); PARTICIPATE ON TELECONFERENCE WITH COMPANY RE: SAME (0.5).
MEISLER RE	05/22/06	0.30	REVIEW PROJECT FREE THROW (0.3).
		3.30	
PILKINGTON C	05/02/06	1.60	REVIEW REVISED CASE ADMINISTRATION MATERIAL (1.6).
PILKINGTON C	05/05/06	0.70	PREPARING FOR/ATTENDING STRATEGIC CONFERENCE CALL (0.7).
PILKINGTON C	05/09/06	1.10	REVIEW CASE TASK LIST AND OUTSTANDING ISSUES (0.6); REVIEW REVISED CASE ADMINISTRATION MATERIALS (0.5).
PILKINGTON C	05/11/06	1.80	REVIEW OF STATUS OF UK PENSIONS SCHEMES AND ANALYSIS OF CONTINGENCY PLANNING COUNSEL'S ADVICE RE. THE SAME; SUMMARY TO R. MEILSER (1.8).
PILKINGTON C	05/15/06	1.40	PREPARATION FOR AND ATTENDING WEEKLY UPDATE TELECONFERENCE (0.8); ANALYSIS OUTSTANDING INTERNATIONAL ISSUES (0.6).
PILKINGTON C	05/19/06	3.10	REVIEW STATUS OF MECEL AB DIVESTITURE (0.4); PREPARATION FOR AND ATTENDING STRATEGIC CONFERENCE CALL (0.9); REVIEW VCC 3/5/06 MEETING MATERIALS AND EQUITY COMMITTEE 3/5/06 MEETING MATERIAL (1.8).
PILKINGTON C	05/22/06	1.70	REVIEW OF PROJECT ASHIMONI BACKGROUND AND CORRESPONDENCE (1.7).
PILKINGTON C	05/23/06	3.60	REVIEW/ANALYSIS OUTSTANDING INTERNATIONAL ISSUES AND ONGOING TASK LIST MATTERS (1.1); REVIEW OF PROJECT FREETHROW STRUCTURE PAPER AND ADVICE TO L. HIESTAND RE. ISSUES (1.3); REVIEW DE MINIMIS ASSET SALE ORDER (1.2).
PILKINGTON C	05/25/06	0.90	ATTENDING DELPHI STRATEGY TELECONFERENCE (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PILKINGTON C	05/30/06	3.10	DRAFTING UCC PRESENTATION RE: PROJECT AUTONOMY AND PROJECT FREETHROW AND ALL ANALYSIS THERETO (1.9); REVIEW FILE CORRESPONDENCE (1.2).
PILKINGTON C	05/31/06	1.00	REVIEW REVISED CASE ADMINISTRATION MATERIALS (0.4); FINALIZING VCC SLIDES RE. PROJECTS AUTONOMY/FREETHROW (0.6).
		20.00	
Total Associate		23.30	
TOTAL TIME		<u>56.00</u>	
CLIENT TOTAL		<u>7724.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Global Subsidiaries (Non-US)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	05/10/06	Telecommunications, D	13.60
Telephone Expense	05/26/06	Telecommunications, D	2.41
Telephone Expense	05/26/06	Telecommunications, D	2.95
Telephone Expense	05/26/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$19.00
		TOTAL MATTER	\$19.00
		TOTAL CLIENT	\$264,902.00

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Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-14
BUSINESS OPERATIONS / STRATEGIC PLANNING
264.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/04/06	0.40	BEGIN TO PREPARE FOR FEBRUARY 6TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING EMAILS FROM/TO S. MILLER AND J. SHEEHAN (0.4).
BUTLER, JR. J	02/05/06	0.90	CONTINUE TO PREPARE FOR FEBRUARY 6TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING SMALL GROUP STRATEGY REVIEW (0.8); EMAIL TO B. ROSENBERG RE: IRVINE PLANT CLOSURE LETTER AGREEMENT (0.1).
BUTLER, JR. J	02/06/06	6.10	PREPARE FOR (0.6) AND ATTEND (5.5) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	02/10/06	1.20	CONFERENCE WITH S. MILLER AND J. SHEEHAN RE: FEBRUARY 12TH SENIOR MANAGEMENT MEETING IN TROY (0.2); TELECONFERENCE WITH D. RESNICK RE: SAME (0.2); BEGIN TO PREPARE FOR SAME (0.4); BEGIN TO PREPARE FOR FEBRUARY 13TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	02/11/06	1.60	CONTINUE TO PREPARE FOR FEBRUARY 12TH SENIOR MANAGEMENT MEETING IN TROY (0.8); CONTINUE TO PREPARE FOR FEBRUARY 13TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.8).
BUTLER, JR. J	02/12/06	2.60	PREPARE FOR (0.7) AND ATTEND (1.9) EXECUTIVE MANAGEMENT MEETING IN TROY.
BUTLER, JR. J	02/17/06	7.10	PREPARE FOR (0.4) AND ATTEND (1.9) SENIOR EXECUTIVE LEADERSHIP MEETING AT COMPANY IN TROY; PREPARE FOR (0.6) AND ATTEND (4.2) STRATEGY MEETINGS AT COMPANY IN TROY RE: TRANSFORMATION PLAN DEVELOPMENT AND RELATED MATTERS.
BUTLER, JR. J	02/19/06	0.80	PREPARE FOR FEBRUARY 20TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.8).
BUTLER, JR. J	02/20/06	4.40	PREPARE FOR (0.4) AND ATTEND (2.2) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; ATTEND VARIOUS SENIOR MANAGEMENT MEETINGS RE: STRATEGIC MATTERS AT COMPANY IN TROY INCLUDING WITH S. MILLER, B. DELLINGER, D. SHERBIN AND K. BUTLER (1.1); REVIEW AND CONSIDER TRANSFORMATION PLAN MATTERS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	02/24/06	0.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) WEEKLY STRATEGY MEETING WITH DELPHI LEGAL DEPARTMENT.
BUTLER, JR. J	02/26/06	1.20	PREPARE FOR FEBRUARY 27TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (1.2).
BUTLER, JR. J	02/27/06	3.80	PREPARE FOR (0.3) AND ATTEND (2.0) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; PREPARE FOR (0.2) AND ATTEND (1.3) SENIOR MANAGEMENT STRATEGY MEETING AT COMPANY IN TROY.
BUTLER, JR. J	02/28/06	1.60	PREPARE FOR (0.2) AND ATTEND (1.4) SENIOR MANAGEMENT STRATEGY MEETING AT COMPANY IN TROY.
		32.30	
COCHRAN EL	02/05/06	1.90	PREPARED FOR DTM (1.9).
COCHRAN EL	02/06/06	7.30	PARTICIPATED IN DTM (5.2); PREPARED FOR DTM (2.1).
COCHRAN EL	02/10/06	0.70	PARTICIPATED IN SENIOR STRATEGY CALL (0.7).
COCHRAN EL	02/19/06	2.80	PARTICIPATED IN DTM (2.8).
COCHRAN EL	02/26/06	1.40	REVISED SLIDES FOR DTM (1.4).
COCHRAN EL	02/27/06	2.30	PARTICIPATED IN DTM (2.3).
		16.40	
MARAFIOTI KA	02/10/06	0.80	SENIOR SKADDEN STRATEGY TELECONFERENCE (0.8).
MARAFIOTI KA	02/15/06	0.90	MEETING WITH S. CORCORAN, J. SHEEHAN RE: NISSAN, DELOITTE, AND OTHER PENDING MATTERS (0.9).
MARAFIOTI KA	02/16/06	0.90	MEETING WITH CLIENT RE: MISCELLANEOUS PRESS AND MEDIA ISSUES (0.2), GERMAN DE MINIMIS SALE (0.2), GM MEDIATION (0.2), AND OTHER MISCELLANEOUS MATTERS (0.3).
MARAFIOTI KA	02/17/06	0.20	REPORT TO PARTIES RE: MEDIA ISSUES (0.2).
MARAFIOTI KA	02/20/06	0.50	REVIEWED PORTION OF DTM PRESENTATION (0.5).
MARAFIOTI KA	02/24/06	0.80	REPORT RE: MATTERS RAISED AT SKADDEN SENIOR STRATEGY MEETING (0.8).
		4.10	
Total Partner		52.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/01/06	1.20	WORK ON BANK ACCOUNT DEPOSITORY MATTER FOR U.S. TRUSTEE WITH FTI (0.8); CORRESPONDENCE WITH R. EISENBERG AND J. GUGLIELMO RE: SAME (0.2); TELECONFERENCE WITH J. GUGLIELMO RE: MATERIALS FOR U.S. TRUSTEE (0.2).
MATZ TJ	02/02/06	0.30	FOLLOW UP WORK RE: BANK ACCOUNTS MATTERS (0.2); TELECONFERENCE WITH FTI RE: SAME (0.1).
MATZ TJ	02/06/06	0.50	CORRESPONDENCE WITH FTI RE: CASH MANAGEMENT MATTERS (0.2); CORRESPONDENCE WITH FTI RE: BANK ACCOUNTS UPDATE AND INFORMATION (0.3).
MATZ TJ	02/07/06	0.90	REVIEW CHART RE: BANK ACCOUNT INFORMATION (0.3); TELECONFERENCE WITH R. FLETMEYER AND T. KRAUSE RE: SAME (0.6).
MATZ TJ	02/27/06	1.10	CORRESPONDENCE RE: NEW AND CLOSED BANK ACCOUNTS, REVIEW AND FORWARD TO U.S. TRUSTEE (0.2); PARTICIPATE IN WEEKLY ASSOCIATES STATUS TELECONFERENCE (0.6); FOLLOW UP WORK RE: SAME (0.3).
		4.00	
Total Counsel		4.00	
MEISLER RE	02/01/06	0.20	CONFERENCE WITH J. BUTLER RE: ACTION ITEMS (0.1); TELECONFERENCE WITH A. HILL OF SITRICK RE: PRE-HEARING MATTERS (0.1).
MEISLER RE	02/02/06	0.50	REVIEWED AND COMMENTED ON SENIOR STRATEGY AGENDA (0.5).
MEISLER RE	02/03/06	0.70	PARTICIPATED ON SENIOR STRATEGY CALL (0.7).
MEISLER RE	02/06/06	2.40	PREPARED FOR WEEKLY CONFERENCE CALL RE: ACTION ITEMS (1.3); TELECONFERENCE WITH A. HILL RE: SAME (0.1); PARTICIPATE ON CALL (0.7); FOLLOW-UP (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/10/06	0.80	PARTICIPATE ON SENIOR STRATEGY CALL (0.8) .
MEISLER RE	02/21/06	0.80	PARTICIPATE ON WEEKLY TELECONFERENCE RE: ACTION ITEMS (0.6); FOLLOW UP RE: SAME (0.2) .
		5.40	
TOUSSI S	02/06/06	1.30	MEETING TO DISCUSS STATUS OF BANKRUPTCY CASE (0.8); ADDRESS FOLLOWUP MATTERS RE: SAME (0.5) .
TOUSSI S	02/13/06	1.30	WEEKLY STATUS MEETING RE: BANKRUPTCY CASE (0.8); FOLLOWUP ISSUES RE: VARIOUS MATTERS (0.5) .
		2.60	
Total Associate		8.00	
TOTAL TIME		<u>64.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/14/06	Copy Center, D	64.37
In-house Reproduction	02/17/06	Copy Center, D	84.63
		TOTAL IN-HOUSE REPRODUCTION	\$149.00
Telephone Expense	02/24/06	Telecommunications, D	0.44
Telephone Expense	02/24/06	Telecommunications, D	0.56
		TOTAL TELEPHONE EXPENSE	\$1.00
Lexis/Nexis	02/07/06	Hallan CF	75.00
		TOTAL LEXIS/NEXIS	\$75.00
Westlaw	02/05/06	Herriott AV	44.68
Westlaw	02/07/06	Hallan CF	27.32
		TOTAL WESTLAW	\$72.00
Reproduction - color	02/17/06	Copy Center, D	1,203.00
		TOTAL REPRODUCTION - COLOR	\$1,203.00
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	29.76
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	90.56
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	0.36
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	65.08
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	9.08
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	13.16
		TOTAL VENDOR HOSTED TELECONFERENCING	\$208.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel (external)	02/06/06	Butler, Jr. J	275.19
Air/Rail Travel (external)	02/12/06	Butler, Jr. J	220.29
Air/Rail Travel (external)	02/16/06	Butler, Jr. J	251.64
Air/Rail Travel (external)	02/19/06	Butler, Jr. J	290.60
Air/Rail Travel (external)	02/26/06	Butler, Jr. J	270.28
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$1,308.00
Out-of-Town Travel	02/06/06	Butler, Jr. J	87.70
Out-of-Town Travel	02/06/06	Butler, Jr. J	11.00
Out-of-Town Travel	02/12/06	Butler, Jr. J	95.61
Out-of-Town Travel	02/12/06	Butler, Jr. J	38.99
Out-of-Town Travel	02/12/06	Butler, Jr. J	276.32
Out-of-Town Travel	02/12/06	Butler, Jr. J	10.50
Out-of-Town Travel	02/16/06	Butler, Jr. J	64.34
Out-of-Town Travel	02/16/06	Butler, Jr. J	48.00
Out-of-Town Travel	02/16/06	Butler, Jr. J	124.71
Out-of-Town Travel	02/19/06	Butler, Jr. J	247.47
Out-of-Town Travel	02/19/06	Butler, Jr. J	17.00
Out-of-Town Travel	02/19/06	Butler, Jr. J	99.49
Out-of-Town Travel	02/19/06	Butler, Jr. J	40.00
Out-of-Town Travel	02/26/06	Butler, Jr. J	173.59
Out-of-Town Travel	02/26/06	Butler, Jr. J	26.00
Out-of-Town Travel	02/26/06	Butler, Jr. J	488.28
		TOTAL OUT-OF-TOWN TRAVEL	\$1,849.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/06/06	Butler, Jr. J	21.03
Out-of-Town Meals	02/12/06	Butler, Jr. J	13.52
Out-of-Town Meals	02/16/06	Butler, Jr. J	20.03
Out-of-Town Meals	02/16/06	Butler, Jr. J	10.52
Out-of-Town Meals	02/17/06	Meisler RE	4.08
Out-of-Town Meals	02/17/06	Meisler RE	6.31
Out-of-Town Meals	02/17/06	Meisler RE	14.36
Out-of-Town Meals	02/19/06	Butler, Jr. J	26.04
Out-of-Town Meals	02/26/06	Butler, Jr. J	89.11
		TOTAL OUT-OF-TOWN MEALS	\$205.00
Wireless - Mobile/Cellular/Pager	02/03/06	Butler, Jr. J	41.44
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	1.90
Wireless - Mobile/Cellular/Pager	02/24/06	Butler, Jr. J	45.66
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$89.00
		TOTAL MATTER	\$5,159.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/02/06	0.40	EMAIL FROM D. SHERBIN RE STRATEGIC ALTERNATIVES AND CONTINUE TO EVALUATE SAME (0.4).
BUTLER, JR. J	03/03/06	0.20	EMAIL TO D. SHERBIN RE STRATEGIC ALTERNATIVES AND FOLLOW-UP ON SAME (0.2).
BUTLER, JR. J	03/05/06	0.90	PREPARE FOR MARCH 6TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.9).
BUTLER, JR. J	03/06/06	4.40	PREPARE FOR (0.6) AND ATTEND (3.8) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/11/06	0.60	EMAIL FROM J. SHEEHAN AND REVIEW STRATEGIC TRANSFORMATION PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	03/12/06	0.60	PREPARE FOR MARCH 13TH DELPHI TRANSFORMATION COMMITTEE MEETING AT THE COMPANY IN TROY (0.6).
BUTLER, JR. J	03/13/06	4.20	PREPARE FOR (0.2) AND ATTEND (1.4) SENIOR MANAGEMENT STRATEGY MEETING AT COMPANY IN TROY; PREPARE FOR (0.3) AND ATTEND (2.3) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/17/06	1.10	PREPARE FOR (0.3) AND PARTICIPATE IN (0.8) WEEKLY WORKING GROUP MEETING WITH DELPHI LAW DEPARTMENT AND TOGUT.
BUTLER, JR. J	03/19/06	0.40	PREPARE FOR MARCH 29TH DELPHI TRANSFORMATION COMMITTEE MEETING AT THE COMPANY IN TROY (0.4).
BUTLER, JR. J	03/20/06	3.10	PREPARE FOR (0.4) AND ATTEND (2.7) DELPHI TRANSFORMATION COMMITTEE MEETING AT THE COMPANY IN TROY.
BUTLER, JR. J	03/23/06	0.60	REVIE FINANCIAL PRESENTATON MATERIALS FROM B. DELLINER AND EVALUATE NEXT STEPS (0.6).
BUTLER, JR. J	03/24/06	2.70	PREPARE FOR (0.3) AND ATTEND (1.8) STRATEGIC UPDATE MEETING WITH S. MILLER AND DIRECT REPORTS AT THE COMPANY IN TROY; FOLLOW UP ON FINANCIAL FORECAST PRESENTATION MATERIALS AT COMPANY (0.3); EVALUATE NON-CORE WIND-DOWN ISSUES FOR MARCH 31ST TRANSFORMATION ANNOUNCEMENT INCLUDING EMAIL FROM K. BUTLER (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/26/06	1.80	PREPARE FOR MARCH 27TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING REVIEW OF DTM PRESENTATION MATERIAL (1.8).
BUTLER, JR. J	03/27/06	6.70	PREPARE FOR (0.6) AND ATTEND (4.5) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; CONTINUE TO ADVISE RE: COMMUNICATIONS LAUNCH FOR TRANSFORMATION PLAN ANNOUNCEMENT INCLUDING REVISIONS TO COMMUNICATIONS PACKAGE AND CONFERENCES WITH COMPANY WORKING GROUP AND SITRICK AT COMPANY IN TROY (1.6).
BUTLER, JR. J	03/28/06	1.90	CONTINUE TO ADVISE RE TRANSFORMATION PLAN LAUNCH INCLUDING MEETINGS WITH SENIOR EXECUTIVES (S. MILLER, R. O'NEAL, J. SHEEHAN, B. DELLINGER, M. WEBER AND OTHERS) AT COMPANY IN TROY (1.6); EMAILS WITH B. DELLINGER AND K. HEALY RE SECTORS VS. PBUS ETC. (0.3).
		29.60	
COCHRAN EL	03/03/06	0.80	PARTICIPATE IN SENIOR STRATEGY CALL (0.8).
COCHRAN EL	03/06/06	4.20	PARTICIPATE IN DTM (4.2).
COCHRAN EL	03/10/06	1.60	PARTICIPATE IN SENIOR ADVISORS CALL (1.6).
COCHRAN EL	03/13/06	2.60	PARTICIPATE IN DTM (2.6).
COCHRAN EL	03/17/06	1.20	PARTICIPATED IN SENIOR STRATEGY CALL (1.2).
COCHRAN EL	03/24/06	1.80	PARTICIPATED IN SENIOR STRATEGY CALL (1.8).
		12.20	
LYONS JK	03/03/06	1.00	PARTICIPATION IN SENIOR STRATEGY CALL (1.0).
LYONS JK	03/10/06	1.20	PARTICIPATION IN SENIOR STRATEGY CALL AND PREPARATION RE: THE SAME (1.2).
LYONS JK	03/17/06	0.30	SENIOR STRATEGY CALL.
LYONS JK	03/24/06	1.00	PARTICIPATION IN SENIOR STRATEGY CALL (1.0).
		3.50	
MARAFIOTI KA	03/03/06	1.90	SENIOR STRATEGY CALL (1.2); CORRESPONDENCE RE: INCORRECT MEDIA REPORT (0.7).
MARAFIOTI KA	03/10/06	1.50	SENIOR STRATEGY CALL (1.5).
MARAFIOTI KA	03/13/06	1.20	REPORT RE: DTM AND REVIEWED PORTION OF DTM MATERIAL (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/15/06	1.00	STRATEGY CALL RE: PENDING MATTERS (1.0).
MARAFIOTI KA	03/17/06	1.30	SENIOR STRATEGY CALL (1.3).
MARAFIOTI KA	03/20/06	2.40	ATTEND DTM CALL (2.4).
MARAFIOTI KA	03/24/06	1.70	SENIOR STRATEGY CALL (1.4); WORK ON ADMINISTRATIVE MATTERS (0.3).
MARAFIOTI KA	03/27/06	5.10	ATTEND DTM AND FOLLOWUP CALLS (5.1).
		16.10	
SPRINGER DE	03/03/06	1.50	PREPARATION FOR AND ATTENDANCE AT SENIOR WORKING GROUP CONFERENCE (1.5).
SPRINGER DE	03/10/06	1.90	PREPARATION FOR AND ATTEND SENIOR WORKING GROUP CONFERENCE CALL (1.9).
SPRINGER DE	03/24/06	1.10	SENIOR STRATEGY CONFERENCE CALL (1.1).
		4.50	
Total Partner		65.90	
MATZ TJ	03/02/06	0.40	PREPARE AGENDA FOR MARCH 3 SENIOR STRATEGY CONFERENCE CALL (0.4).
MATZ TJ	03/03/06	1.20	PARTICIPATE IN WEEKLY SENIOR STRATEGY CONFERENCE CALL (1.2).
MATZ TJ	03/09/06	1.50	MEETING WITH CLIENT RE: ONGOING BUSINESS ISSUES (1.5).
MATZ TJ	03/16/06	0.50	PREPARING AGENDA FOR WEEKLY SENIOR STRATEGY CONFERENCE CALL (0.5).
MATZ TJ	03/17/06	1.60	PARTICIPATING IN WEEKLY SENIOR STRATEGY CONFERENCE CALL (1.3); FOLLOW UP WORK IN RESPECT THEREOF (0.3).
MATZ TJ	03/24/06	1.40	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (1.4).
		6.60	
Total Counsel		6.60	
HERRIOTT AV	03/02/06	1.20	CONTINUE DRAFTING PROFFER FOR DFWS MATTER (1.2).
HERRIOTT AV	03/06/06	1.70	REVIEW AND REVISE DFWS PROFFER (1.0); WORKING GROUP STRATEGY MEETING (0.5); FOLLOW UP RE: SAME (0.2).
HERRIOTT AV	03/07/06	0.60	CONTINUE TO REVIEW AND REVISE DFWS PROFFER (0.6).
HERRIOTT AV	03/09/06	0.10	CORRESPOND WITH DELPHI RE: OUTCOME OF 3/9 HEARING WITH RESPECT TO DFWS (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	03/10/06	0.10	CONFER WITH M. DENSMORE RE: AUTHORITY TO ACT WITH RESPECT TO DFWS (0.1).
HERRIOTT AV	03/20/06	1.90	STRATEGY MEETING WITH WORKING GROUP (0.4); CONFERENCE WITH C. BRANSON RE: MOBILEARIA AND STRATEGIC DECISIONS RELATED THERETO (0.6); PREPARE FOR AND COMPLETE FOLLOW UP FROM MEETING (0.8); REVIEW ORDER RE: DFWS AND COMMUNICATE WITH DELPHI RE: SAME (0.1).
HERRIOTT AV	03/24/06	1.00	REVIEW AND EVALUATE MATERIALS RE: MOBILEARIA AND STRATEGY WITH RESPECT TO BUSINESS (1.0).
		6.60	
MEISLER RE	03/01/06	4.50	MEETINGS WITH CLIENT (2.5); STRATEGY SESSION (2.0).
MEISLER RE	03/05/06	0.10	CONFERENCE WITH J. BUTLER RE: ACTION ITEMS (0.1).
MEISLER RE	03/09/06	0.90	REVIEW SENIOR STRATEGY AGENDA (0.2); REVIEW AND UPDATE ACTION ITEM LIST (0.7).
MEISLER RE	03/10/06	4.50	PREPARE FOR SENIOR STRATEGY CALL (0.5); PARTICIPATED ON SAME (1.6); CONTINUE TO REVISE PRESENTATION FOR 3/14 MEETING (2.4).
MEISLER RE	03/14/06	0.50	BEGAN LIST OF AGENDA ITEMS FOR SENIOR STRATEGY CALL (0.2); TELECONFERENCE WITH A. HILL RE: UPDATE (0.3).
MEISLER RE	03/15/06	0.30	ANALYSIS OF STRATEGIC ALTERNATIVES RE: MOBILEARIA (0.3).
MEISLER RE	03/17/06	1.20	PARTICIPATE ON SENIOR STRATEGY CALL (1.2).
MEISLER RE	03/23/06	0.40	ATTENTION TO STRATEGIC ALTERNATIVES RE: MOBILEARIA (0.4).
MEISLER RE	03/24/06	3.30	PREPARE FOR SENIOR CALL (0.2); ATTEND SAME (1.5); STRATEGIZE RE: ACTION ITEMS FOR WEEK AHEAD (1.6).
		15.70	
REESE RG	03/09/06	0.50	REVIEW AND REVISE DTM PRESENTATION (0.5).
REESE RG	03/11/06	0.60	REVISE PRESENTATION FOR MARCH 13 DTM MEETING (0.6).
REESE RG	03/12/06	1.40	REVISE MATERIALS FOR MARCH 13 DTM MEETING (1.4).
REESE RG	03/15/06	0.30	TELECONFERENCE WITH C. BRANSON RE: MOBILEARIA ISSUES (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/16/06	0.50	REVIEW ISSUES RE: MOBILEARIA (0.5).
		3.30	

STUART NL	03/24/06	2.50	DRAFT DTM PRESENTATION (2.5).
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STUART NL	03/27/06	1.60	REVISE DTM PRESENTATION (1.6).
		4.10	

Total Associate	29.70
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DEMMA J	03/28/06	1.10	UPDATE DELPHI TRANSFORMATION MATERIALS FOR ATTORNEY USE (1.1)
		1.10	
Total Legal Assistant	1.10		

TOTAL TIME	<u>103.30</u>
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/10/06	Copy Center, D	6.35
In-house Reproduction	03/14/06	Copy Center, D	5.65
		TOTAL IN-HOUSE REPRODUCTION	\$12.00
Telephone Expense	03/31/06	Telecommunications, D	2.31
Telephone Expense	03/31/06	Telecommunications, D	2.61
Telephone Expense	03/31/06	Telecommunications, D	0.07
Telephone Expense	03/31/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$5.00
Reproduction - color	03/14/06	Copy Center, D	12.00
		TOTAL REPRODUCTION - COLOR	\$12.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	57.29
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	13.78
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	9.88
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	25.66
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	8.26
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	1.01
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	24.12
		TOTAL VENDOR HOSTED TELECONFERENCING	\$140.00
Air/Rail Travel (external)	03/05/06	Butler, Jr. J	455.67
Air/Rail Travel (external)	03/12/06	Butler, Jr. J	288.84
Air/Rail Travel (external)	03/19/06	Butler, Jr. J	170.32
Air/Rail Travel (external)	03/26/06	Butler, Jr. J	135.17

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$1,050.00
Out-of-Town Travel	03/05/06	Butler, Jr. J	42.00
Out-of-Town Travel	03/05/06	Butler, Jr. J	101.79
Out-of-Town Travel	03/05/06	Butler, Jr. J	21.00
Out-of-Town Travel	03/05/06	Butler, Jr. J	216.28
Out-of-Town Travel	03/12/06	Butler, Jr. J	165.04
Out-of-Town Travel	03/12/06	Butler, Jr. J	20.50
Out-of-Town Travel	03/12/06	Butler, Jr. J	340.75
Out-of-Town Travel	03/19/06	Butler, Jr. J	93.85
Out-of-Town Travel	03/19/06	Butler, Jr. J	272.04
Out-of-Town Travel	03/19/06	Butler, Jr. J	17.00
Out-of-Town Travel	03/26/06	Butler, Jr. J	123.85
Out-of-Town Travel	03/26/06	Butler, Jr. J	17.00
Out-of-Town Travel	03/26/06	Butler, Jr. J	327.98
Out-of-Town Travel	03/29/06	Meisler RE	280.51
Out-of-Town Travel	03/29/06	Meisler RE	822.41
		TOTAL OUT-OF-TOWN TRAVEL	\$2,862.00.
Messengers/ Courier	03/10/06	Dist Serv/Mail/Page, D	25.00
		TOTAL MESSENGERS/ COURIER	\$25.00
Out-of-Town Meals	03/05/06	Butler, Jr. J	32.69
Out-of-Town Meals	03/05/06	Butler, Jr. J	18.98
Out-of-Town Meals	03/12/06	Butler, Jr. J	15.99
Out-of-Town Meals	03/12/06	Butler, Jr. J	45.75
Out-of-Town Meals	03/19/06	Butler, Jr. J	20.97
Out-of-Town Meals	03/26/06	Butler, Jr. J	38.47
Out-of-Town Meals	03/27/06	Meisler RE	5.45
Out-of-Town Meals	03/27/06	Meisler RE	5.46
Out-of-Town Meals	03/27/06	Meisler RE	44.96
Out-of-Town Meals	03/29/06	Meisler RE	5.84
Out-of-Town Meals	03/30/06	Meisler RE	4.00
Out-of-Town Meals	03/30/06	Meisler RE	32.44
		TOTAL OUT-OF-TOWN MEALS	\$271.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air Phone Charges	03/10/06	Butler, Jr. J	85.00
		TOTAL AIR PHONE CHARGES	\$85.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	56.67
Wireless - Mobile/Cellular/Pager	03/24/06	Butler, Jr. J	41.33
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$98.00
		TOTAL MATTER	\$4,560.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/06	0.60	PREPARE FOR APRIL 3RD DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.4); REVIEW AND COMMENT ON ECONOMIC CLUB SPEECH (0.2).
BUTLER, JR. J	04/03/06	2.80	PREPARE FOR (0.3) AND PARTICIPATE IN (0.4); STRATEGY MEETING AT COMPANY WITH S. CORCORAN ET. AL. INCLUDING WORKING GROUP TELECONFERENCE; PREPARE FOR (0.3) AND PARTICIPATE IN (1.4); DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; ATTEND MEETING WITH B. DELLINGER, D. SHERBIN AND OTHERS AT COMPANY IN TROY RE: TRANSFORMATION PLAN NON-CORE BUSINESS MARKETING AND DISPOSITION STRATEGY (0.4).
BUTLER, JR. J	04/09/06	0.90	CONTINUE TO PREPARE FOR APRIL 10TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.7); REVIEW EMAILS RE: 3+9 FORECAST (0.2).
BUTLER, JR. J	04/10/06	2.90	PREPARE FOR (0.6) AND ATTEND (2.3) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	04/11/06	1.00	PREPARE FOR APRIL 12TH TELECONFERENCE WITH B. DELLINGER, R. EISENBERG AND OTHERS RE PRELIMINARY Q106 FINANCIAL RESULTS INCLUDING REVIEW OF PRESENTATION MATERIALS (0.4).
BUTLER, JR. J	04/12/06	0.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) TELECONFERENCE WITH B. DELLINGER, R. EISENBERG, AND OTHERS RE: PRELIMINARY Q106 FINANCIAL RESULTS AND ANALYTIC APPROACHES TO EVALUATE VARIANCE ANALYSES.
BUTLER, JR. J	04/14/06	0.90	REVIEW AND EVALUATE COMPANY BUSINESS ORGANIZATION COMMUNICATION PACKAGE AND RELATED MATERIALS (0.9).
BUTLER, JR. J	04/17/06	2.60	PREPARE FOR (0.3) AND PARTICIPATE IN (2.3); TELECONFERENCE WITH R. O'NEAL, B. DELLINGER, M. WEBER, R. EISENBERG, B. SHAW AND OTHERS RE: Q106 FINANCIAL RESULTS, VARIANCE ANALYSIS TO FIRST HALF 2006 OPERATING PLAN AND TRANSFORMATION MODELS, ETC. AND NEXT STEPS.
BUTLER, JR. J	04/18/06	0.80	REVIEW AND COMMENT ON PRESENTATION MATERIALS RE Q106 FINANCIAL RESULTS, VARIANCE ANALYSIS TO FIRST HALF 2006 OPERATING PLAN AND TRANSFORMATION MODELS, ETC. (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	04/19/06	2.70	CONTINUE TO EVALUATE MATERIALS RE Q106 FINANCIAL RESULTS, VARIANCE ANALYSIS TO FIRST HALF 2006 OPERATING PLAN AND TRANSFORMATION MODELS, ETC. (1.8); TELECONFERENCE WITH B. DELLINGER RE STRATEGIC MATTERS (0.2); CONTINUE TO REVIEW DELPHI CORPORATE REORGANIZATION AND SG&A INTERNAL PLAN AND COMMUNICATION MATERIALS (0.7).
BUTLER, JR. J	04/23/06	0.80	PREPARE FOR APRIL 24TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.8).
BUTLER, JR. J	04/24/06	5.30	PREPARE (0.6) AND ATTEND (3.4) DELPHI TRANSFORMATION COMMITTEE MEETING (INCLUDING BREAKOUT MEETING) AT COMPANY IN TROY; PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) STRATEGIC BUSINESS PLANNING SESSION WITH B. DILLINGER, A. PASRICHA, S. CORCORAN AND ROTHSCHILD PROFESSIONALS AT COMPANY IN TROY REVIEW DOM MEETING PRESENTATION MATERIALS (0.2).
BUTLER, JR. J	04/26/06	1.90	PREPARE (0.4) AND ATTEND (0.9) DELPHI STRATEGY MEETING AT COMPANY IN TROY WITH S. MILLER, B. DELLINGER, J. SHEEHAN, D. RESNICK AND OTHERS; CONFERENCES WITH S. MILLER AND J. SHEEHAN RE STRATEGIC ALTERNATIVES (0.2, 0.4).
BUTLER, JR. J	04/30/06	0.80	PREPARE FOR MAY 1ST DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.4); REVIEW FINANCIAL PRESENTATION MATERIALS FROM B. DELLINGER (0.4).
		24.60	
COCHRAN EL	04/03/06	2.70	PARTICIPATE IN CLIENT SENIOR STRATEGY CALL (1.1); PARTICIPATE IN DTM (1.6).
COCHRAN EL	04/10/06	2.20	PARTICIPATE IN DTM (2.2).
COCHRAN EL	04/24/06	3.50	PARTICIPATE IN DTM (3.5).
		8.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/03/06	1.30	SENIOR STRATEGY CALL AND FOLLOWUP CONFERENCES (0.9); REPORT ON DTM AND DEVELOP STRATEGY RE: CASE (0.4).
MARAFIOTI KA	04/10/06	0.10	UPDATE RE: DTM (0.1).
MARAFIOTI KA	04/11/06	0.70	TELECONFERENCE WITH B. SHAW RE: STRATEGIC ISSUES (0.2); CORRESPONDENCE RE: MEDIA INQUIRY AND RESEARCH ANSWERS RE: SAME (0.3); MESSAGE FROM K. HEALY AND TELECONFERENCE WITH D. SHERBIN (0.2).
MARAFIOTI KA	04/13/06	0.80	CORRESPONDENCE RE: PRESS INQUIRY (0.1); SENIOR STRATEGY CALL (0.7).
MARAFIOTI KA	04/24/06	0.20	UPDATE RE: DTM (0.2).
MARAFIOTI KA	04/28/06	1.50	SENIOR STRATEGY TELECONFERENCE (1.3); REVIEW S. MILLER MATERIAL FOR STRATEGY BOARD AND CORRESPONDENCE RE: SAME (0.2).
		4.60	
Total Partner		37.60	
MATZ TJ	04/03/06	0.90	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (0.6); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	04/13/06	0.70	PARTICIPATE IN WEEKLY SENIOR STRATEGY CONFERENCE CALL (0.7).
MATZ TJ	04/28/06	1.10	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (0.8); CONTINUE WORK RE: SAME (0.3).
		2.70	
Total Counsel		2.70	
HERRIOTT AV	04/24/06	3.80	BEGIN DRAFTING PRESENTATION FOR DELPHI STRATEGY BOARD RE: EQUITY COMMITTEE AND CASE PROGRESS (3.8).
		3.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/03/06	1.80	PARTICIPATE ON SENIOR STRATEGY CALL (0.8); REVIEW AND UPDATE TASK LIST RE: ACTION ITEMS (0.5); PARTICIPATE ON CONFERENCE CALL RE: SAME (0.5).
MEISLER RE	04/27/06	0.20	REVIEW AGENDA FOR SENIOR STRATEGY MEETING (0.2).
MEISLER RE	04/28/06	1.40	PARTICIPATE ON SENIOR STRATEGY MEETING (1.4).

3.40

Total Associate 7.20

DEMMA J	04/11/06	1.10	INDEX DELPHI TRANSFORMATION MATERIALS (1.1).
		1.10	
SALAZAR AG	04/11/06	1.20	UPDATE DTM BINDER (1.2)
SALAZAR AG	04/27/06	0.50	UPDATE DTM BINDER (0.5).
		1.70	
Total Legal Assistant		2.80	

TOTAL TIME 50.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/18/06	Meisler RE	165.50
Air/Rail Travel - vendor feed	04/19/06	Meisler RE	165.50
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$331.00
In-house Reproduction	04/11/06	Copy Center, D	19.70
In-house Reproduction	04/21/06	Copy Center, D	0.30
		TOTAL IN-HOUSE REPRODUCTION	\$20.00
Telephone Expense	04/28/06	Telecommunications, D	1.27
Telephone Expense	04/28/06	Telecommunications, D	1.69
Telephone Expense	04/28/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$3.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	18.34
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	10.46
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	16.20
		TOTAL VENDOR HOSTED TELECONFERENCING	\$45.00
Air/Rail Travel (external)	04/02/06	Butler, Jr. J	244.65
Air/Rail Travel (external)	04/09/06	Butler, Jr. J	290.67
Air/Rail Travel (external)	04/23/06	Butler, Jr. J	195.33
Air/Rail Travel (external)	04/30/06	Butler, Jr. J	248.35
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$979.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	04/02/06	Butler, Jr. J	110.76
Out-of-Town Travel	04/02/06	Butler, Jr. J	57.98
Out-of-Town Travel	04/02/06	Butler, Jr. J	17.00
Out-of-Town Travel	04/09/06	Butler, Jr. J	212.76
Out-of-Town Travel	04/09/06	Butler, Jr. J	110.35
Out-of-Town Travel	04/09/06	Butler, Jr. J	37.99
Out-of-Town Travel	04/09/06	Butler, Jr. J	17.00
Out-of-Town Travel	04/23/06	Butler, Jr. J	13.50
Out-of-Town Travel	04/23/06	Butler, Jr. J	137.11
Out-of-Town Travel	04/23/06	Butler, Jr. J	50.99
Out-of-Town Travel	04/23/06	Butler, Jr. J	320.86
Out-of-Town Travel	04/30/06	Butler, Jr. J	428.97
Out-of-Town Travel	04/30/06	Butler, Jr. J	172.73
Out-of-Town Travel	04/30/06	Butler, Jr. J	18.00
		TOTAL OUT-OF-TOWN TRAVEL	\$1,706.00
Out-of-Town Meals	04/02/06	Butler, Jr. J	22.08
Out-of-Town Meals	04/09/06	Butler, Jr. J	38.75
Out-of-Town Meals	04/09/06	Butler, Jr. J	12.04
Out-of-Town Meals	04/23/06	Butler, Jr. J	18.07
Out-of-Town Meals	04/30/06	Butler, Jr. J	17.06
		TOTAL OUT-OF-TOWN MEALS	\$108.00
		TOTAL MATTER	\$3,192.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/01/06	3.50	PREPARE FOR (0.3) AND ATTEND (3.2) DELPHI TRANSFORMATION COMMITTEE MEETING AND MISCELLANEOUS STRATEGY MEETINGS AT COMPANY IN TROY.
BUTLER, JR. J	05/07/06	0.30	PREPARE FOR MAY 8TH DELPHI TRANSFORMATION COMMITTEE MEETING WITH COMPANY IN NEW YORK CITY (0.3).
BUTLER, JR. J	05/08/06	1.60	PREPARE FOR (0.3) AND PARTICIPATE IN (1.3) DELPHI TRANSFORMATION COMMITTEE WITH COMPANY IN NEW YORK CITY.
BUTLER, JR. J	05/11/06	0.60	EMAILS FROM/TO R. EISENBERG RE: COORDINATION OF 2007 BUSINESS PLAN TIMETABLE AND RELATED MATTERS AND FOLLOW-UP ON SAME (0.4); EMAILS FROM/TO R. O'NEAL RE: STEERING DIVISION (0.2).
BUTLER, JR. J	05/13/06	0.60	REVIEW AND EVALUATE FINANCIAL PERFORMANCE MATERIALS FROM B. DELLINGER (0.6).
BUTLER, JR. J	05/14/06	1.60	PREPARE FOR MAY 15TH DELPHI TRANSFORMATION COMMITTEE WITH COMPANY IN NEW YORK CITY (0.6); EMAILS FROM/TO R. EISENBERG RE: 2007 BUSINESS PLAN TIMETABLE AND RELATED MATTERS (0.3); REVIEW AND EVALUATE TIMETABLE (0.3); REVIEW AND EVALUATE MATERIALS FROM J. SHEEHAN RE: 3+9 FORECAST AND PRELIMINARY APRIL 2006 FINANCIAL PERFORMANCE (0.4).
BUTLER, JR. J	05/15/06	4.10	PREPARE FOR (0.4) AND PARTICIPATE IN (1.8) TRANSFORMATION COMMITTEE AT COMPANY IN TROY; PREPARE FOR (0.2) AND PARTICIPATE IN (1.7) SENIOR MANAGEMENT MEETINGS AT COMPANY IN TROY RE: STRATEGIC PLANNING MATTERS, STRATEGIC ALTERNATIVES AND FINANCIAL PERFORMANCE.
BUTLER, JR. J	05/16/06	0.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) DELPHI OPERATING COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	05/19/06	1.20	PREPARE FOR (0.3) AND PARTICIPATE IN (0.9) WEEKLY STRATEGIC TELECONFERENCE WITH DELPHI LAW DEPARTMENT, N. BERGER AND WORKING GROUP.
BUTLER, JR. J	05/20/06	0.70	EMAILS FROM/TO R. O'NEAL RE: TRANSFORMATION PLAN FUNDING ISSUES AND RELATED MATTERS (0.3); BEING TO PREPARE FOR MAY 22ND DELPHI TRANSFORMATION COMMITTEE WITH COMPANY AT COMPANY IN TROY (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/21/06	0.40	PREPARE FOR MAY 22ND DELPHI TRANSFORMATION COMMITTEE WITH COMPANY AT COMPANY IN TROY (0.4).
BUTLER, JR. J	05/22/06	0.90	PREPARE FOR (0.4) AND ATTEND (0.5) DELPHI TRANSFORMATION COMMITTEE AT COMPANY IN TROY.
BUTLER, JR. J	05/25/06	0.90	PREPARE FOR (0.2) AND ATTEND (0.7) WEEKLY SENIOR STRATEGY TELECONFERENCE WITH DELPHI LAW DEPARTMENT AND SENIOR PROFESSIONAL ADVISORS.
BUTLER, JR. J	05/30/06	0.90	PREPARE FOR MAY 31ST DELPHI TRANSFORMATION COMMITTEE AT COMPANY IN TROY (0.3); WORKING GROUP TELECONFERENCES RE: SAME (0.6).
BUTLER, JR. J	05/31/06	1.50	PREPARE FOR (0.3) AND ATTEND (1.2) DELPHI TRANSFORMATION COMMITTEE AT COMPANY IN TROY.

19.40

COCHRAN EL	05/01/06	2.30	PARTICIPATED IN DTM (2.3).
COCHRAN EL	05/05/06	0.60	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE (0.6).
COCHRAN EL	05/08/06	1.30	PARTICIPATED IN DTM (1.3).
COCHRAN EL	05/15/06	2.60	PARTICIPATED IN DTM (2.6).
COCHRAN EL	05/22/06	1.10	PARTICIPATED IN DTM (1.1).
COCHRAN EL	05/25/06	1.00	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE WITH DELPHI LAW DEPARTMENT (1.0).

8.90

GIBSON ML	05/25/06	0.70	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE WITH DELPHI LAW DEPARTMENT. (0.7).
GIBSON ML	05/31/06	2.10	PARTICIPATED IN DTM TELECONFERENCE (2.1).

2.80

HOGAN III AL	05/05/06	0.80	PARTICIPATE IN WEEKLY STRATEGY CONFERENCE (0.8).
HOGAN III AL	05/19/06	0.80	PARTICIPATE IN SENIOR STRATEGY CONFERENCE WITH CLIENT (0.8).
		1.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	05/05/06	1.20	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE WITH CLIENT. (1.2).
LYONS JK	05/19/06	1.00	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE WITH CLIENT. (1.0).
LYONS JK	05/25/06	1.00	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE WITH CLIENT. (1.0).
		3.20	
MARAFIOTI KA	05/05/06	0.20	SENIOR STRATEGY TELECONFERENCE WITH CLIENT. (0.2).
MARAFIOTI KA	05/19/06	1.00	SENIOR STRATEGY TELECONFERENCE WITH CLIENT. (1.0).
MARAFIOTI KA	05/22/06	1.50	REVIEWED MEMO RE: DAS LLC GOVERNMENT-FUNDED PROGRAMS (1.3) AND CONSIDER ISSUES RE: SAME (0.2).
MARAFIOTI KA	05/25/06	0.70	SENIOR STRATEGY TELECONFERENCE WITH CLIENT. (0.7).
MARAFIOTI KA	05/30/06	1.70	SENIOR STRATEGY MEETING WITH CLIENT. (1.7).
		5.10	
Total Partner		41.00	
MATZ TJ	05/05/06	0.60	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL WITH CLIENT RE: OUTSTANDING MATTERS (0.6).
MATZ TJ	05/15/06	0.70	PARTICIPATE IN WEEKLY TELECONFERENCE WITH K. CRAFT, J. GUGLIELMO, N. BERGER RE: OMNIBUS HEARING MATTERS (0.7).
MATZ TJ	05/18/06	0.50	PREPARING AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.5).
MATZ TJ	05/25/06	0.70	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL WITH CLIENT (0.7).
MATZ TJ	05/30/06	1.70	PARTICIPATE IN SENIOR STRATEGY MEETING WITH CLIENT (1.7).
		4.20	
Total Counsel		4.20	
MEISLER RE	05/19/06	1.10	PARTICIPATE ON SENIOR STRATEGY TELECONFERENCE WITH CLIENT (1.1).
MEISLER RE	05/25/06	0.70	PARTICIPATE ON SENIOR STRATEGY TELECONFERENCE WITH CLIENT (0.7).
		1.80	
Total Associate		1.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KLIMEK MV	05/09/06	4.80	COMPILE DTM PRESENTATION BINDER (4.8).
		4.80	
Total Legal Assistant		4.80	
TOTAL TIME		<u>51.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	0.30
In-house Reproduction	05/09/06	Copy Center, D	7.21
In-house Reproduction	05/23/06	Copy Center, D	36.03
In-house Reproduction	05/26/06	Copy Center, D	255.23
In-house Reproduction	05/30/06	Copy Center, D	37.23
		TOTAL IN-HOUSE REPRODUCTION	\$336.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	22.23
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	48.77
		TOTAL VENDOR HOSTED TELECONFERENCING	\$71.00
Air/Rail Travel (external)	05/14/06	Butler, Jr. J	120.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$120.00
Out-of-Town Travel	05/14/06	Butler, Jr. J	108.13
Out-of-Town Travel	05/14/06	Butler, Jr. J	52.37
Out-of-Town Travel	05/14/06	Butler, Jr. J	16.00
Out-of-Town Travel	05/14/06	Butler, Jr. J	5.50
		TOTAL OUT-OF-TOWN TRAVEL	\$182.00
Messengers/ Courier	05/19/06	Dist Serv/Mail/Page, D	21.82
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	25.18
		TOTAL MESSENGERS/ COURIER	\$47.00
Out-of-Town Meals	05/14/06	Butler, Jr. J	11.00
		TOTAL OUT-OF-TOWN MEALS	\$11.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	48.93
Wireless - Mobile/Cellular/Pager	05/05/06	Butler, Jr. J	98.46
Wireless - Mobile/Cellular/Pager	05/16/06	Butler, Jr. J	73.61

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$221.00
		TOTAL MATTER	\$988.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-15
UTILITIES
379.3 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Utilities

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	02/16/06	1.50	REVIEW AND REVISE LOCKPORT MOTION (0.8); AFFIDAVIT (0.5), AND ORDER (0.2).
MARAFIOTI KA	02/17/06	3.90	CORRESPONDENCE RE: LOCKPORT ISSUES (0.5); WORKING ON FINAL REVISIONS TO LOCKPORT MOTION (1.4), SUPPORTING AFFIDAVIT (1.0), ORDER (0.4); TELECONFERENCE WITH MARK HESTER (0.6).
		5.40	
Total Partner		5.40	
MATZ TJ	02/01/06	0.90	WORK ON LOCKPORT ELECTRIC SETTLEMENT AGREEMENT, LETTER OF CREDIT MATTER, AND STRUCTURE (0.9).
MATZ TJ	02/02/06	0.40	CONTINUING WORK ON LOCKPORT ELECTRIC SETTLEMENT AGREEMENT (0.4).
MATZ TJ	02/09/06	0.40	REVIEW AND COMMENT ON LOCKPORT ENERGY ASSOCIATES CONTRACT MODIFICATION (0.4).
MATZ TJ	02/10/06	1.60	REVIEW AND COMMENT ON LOCKPORT ENERGY ASSOCIATES MOTION RE: CONTRACT AMENDMENTS (1.3); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	02/15/06	1.10	WORK ON LOCKPORT ENERGY MOTION AND REVISE CONTRACT (1.1).
MATZ TJ	02/17/06	0.40	CONTINUING WORK ON LOCKPORT ENERGY MOTION (0.4).
MATZ TJ	02/21/06	0.30	WORK ON CONTRACT ASSUMPTION MATTER RE: LOCKPORT (0.3).
MATZ TJ	02/24/06	0.30	REVIEW AND REVISE LOCKPORT ENERGY PROFFER (0.3).
MATZ TJ	02/27/06	0.90	TELECONFERENCE WITH N. BERGER RE: ENTERGY SETOFF PREFERENCE/UTILITY CLAIM (0.2); FOLLOW UP WORK RE: SAME (0.4); WORK ON LOCKPORT ENERGY MODIFIED CONTRACTS (0.3).
		6.30	
Total Counsel		6.30	

TOUSSI S	02/01/06	1.50	FOLLOWUP ISSUES RE: NEW AGREEMENT WITH CES, INCLUDING EDITING NOTICE OF ENTERING INTO NEW CONTRACT AND SERVING SAME (1.5).
		1.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/13/06	2.10	DRAFT 363+365 ASSUMPTION FOR LOCKPORT CONTRACTS ORDER (0.8) DRAFT 363+365 AFFODAVOT OM SUPPORT OF LOCKPORT CONTRACT (0.8) DRAFT 362+363 ORDER TO MODIFY LOCKPORT CONTRACTS (0.3) DRAFT 362+363 AFFIDAVIT IN SUPPORT OF ORDER TO MODIFY LOCKPORT CONTRACTS (0.2) .
ZALTZMAN H	02/16/06	4.20	RESEARCH ASSUMPTION OF CONTRACT PROVISIONS RE: LOCKPORT ENERGY CONTRACTS (1.8); RESEARCH DEFINITION OF "TRANSFER" UNDER 363 (N) + 363 (F) OF THE CODE RE: LOCKPORT CONTRACTS (2.0); RESEARCH WAIVER OF AN OPTION TO PURCHASE UNDER 363 (N) AND 363 (F) RE: LOCKPORT CONTRACTS (0.4) .
ZALTZMAN H	02/17/06	8.20	RESEARCH THE APPLICATION OF SECTION 362 AUTOMATIC STAY TO RECORDING OF SECURED INTERESTS (0.5); DRAFT EDIT LOCKPORT ENERGY ASSUMPTION PLEADINGS (5.5); RESEARCH ISSUES INVOLVED/IMPLICATED IN LOCKPORT PLEADINGS (2.2) .
		14.50	
ZIEGLER VE	02/01/06	9.70	CONTINUE WORKING ON LETTER AGREEMENT WITH SOUTHERN CALIFORNIA EDISON (2.1); WORK ON LETTER AGREEMENT WITH ALABAMA POWER (3.1); DRAFT LETTER RE: LATE FEES (2.1); TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY, NYSEG, NYPA AND LOCKPORT RE: LOCKPORT MODIFICATION AGREEMENT AND NYPA APPLICATION ISSUES (2.4) .
ZIEGLER VE	02/02/06	9.80	WORK ON OBJECTION TO SOUTHERN CALIFORNIA EDISON'S MOTION TO VACATE (2.4); WORK ON STIPULATION RE: SAME (1.9); WORK ON GEORGIA POWER'S LETTER AGREEMENT (1.4); WORK ON KOKOMO AND KGF LETTER AGREEMENT (1.5); TELECONFERENCES, EMAIL CORRESPONDENCE WITH D. POOLE AND M. FISK RE: SAME (2.6) .
ZIEGLER VE	02/03/06	11.30	RESEARCH PRECEDENTS RE: MODIFICATION MOTIONS (2.1); START WORKING ON FACTUAL BACKGROUND RE: MOTION TO MODIFY CONTRACTS WITH LOCKPORT (5.1); REVIEW ENERGY SALES AGREEMENT AND SETTLEMENT AGREEMENT (4.1) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	02/06/06	9.80	TELECONFERENCE WITH M. ZARNOSKY AND M. HESTER RE: OUTSTANDING PREPETITION AMOUNTS OWED BY DELPHI TO NYPA UNDER THE NIMO AGREEMENT (0.9); TELECONFERENCE WITH J. CARLINE FROM NYPA RE: SAME (0.9). EMAIL CORRESPONDENCE AND ANALYSIS RE: SAME (3.8); EMAIL CORRESPONDENCE WITH M. HALL RE: DUKE ENERGY AND GEORGIA POWER'S REQUEST FOR ADEQUATE ASSURANCE (1.3); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH C. TURNER RE: GEORGIA POWER'S REQUEST FOR ADEQUATE ASSURANCE (0.9); DRAFT LETTER AGREEMENT RE: SETTLEMENT WITH GEORGIA POWER (1.3); EMAIL CORRESPONDENCE WITH M. HESTER RE: TIMELY REQUESTS FOR ADEQUATE ASSURANCE (0.7).
ZIEGLER VE	02/07/06	9.70	WORK ON UTILITY ISSUES (1.8); EMAIL CORRESPONDENCE WITH D. POOLE AND C. TURNER RE: GEORGIA POWER'S ADEQUATE ASSURANCE REQUEST (0.6); FOLLOW UP ON NIAGARA MOHAWK PAYMENT (0.4); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE (1.2); REVISE LETTER AGREEMENT RE: SAME (1.1); EMAIL CORRESPONDENCE WITH N. MACMAHON RE: PREPETITION UTILITY INVOICES (0.4); EMAIL CORRESPONDENCE WITH R. KAZANSKI RE: PSE&G MISAPPLICATION OF POSTPETITION SECURITY DEPOSIT (0.5); DRAFT SETTLEMENT AGREEMENT WITH NYPA (3.7).
ZIEGLER VE	02/08/06	10.70	PARTICIPATE IN VARIOUS TELECONFERENCES RE: NYSEG, LOCKPORT AND NYPA QUESTIONS AND STATUS OF REVISIONS OF MOU AND ENERGY SALES AGREEMENT (2.2); DRAFT MOTION LOCKPORT TO ADDRESS ASSUMPTION OF ENERGY SALES AGREEMENT (3.5); EMAIL CORRESPONDENCE AND TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: FACTUAL BACKGROUND (1.5); REVISE SAME (1.4); WORK ON ORDERS AND AFFIDAVITS RE: LOCKPORT MOTIONS (2.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	02/09/06	9.30	PARTICIPATE IN VARIOUS TELECONFERENCES RE: NYSEG, LOCKPORT AND NYPA QUESTIONS AND STATUS OF REVISIONS OF MOU AND ENERGY SALES AGREEMENT (2.8); WORK ON MOTION TO MODIFY ENERGY SALES CONTRACT (3.2); TELECONFERENCES WITH M. HESTER RE: NEGOTIATION OF SAME (0.5); EMAIL CORRESPONDENCE WITH M. RATHKE RE: OUTSTANDING PREPETITION AMOUNTS UNDER THE ENERGY SALES AGREEMENT (0.8); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S AND KOKOMO'S REQUEST FOR ADEQUATE ASSURANCE (0.9); WORK ON LETTER AGREEMENTS RE: SAME (1.1).
ZIEGLER VE	02/10/06	11.60	CONTINUE WORKING ON MOTION TO LIFT THE AUTOMATIC STAY TO MODIFY LOCKPORT CONTRACTS (3.5); REVIEW ENERGY SALES AGREEMENT WITH LOCKPORT (2.1); PREPARE AND PARTICIPATE IN A CALL WITH NYSEG, NYPA & LOCKPORT RE: BANKRUPTCY ISSUES AND PROTECTIONS SOUGHT BY LOCKPORT (2.5); RESEARCH CASE LAW RE: APPLICABILITY OF SECTION 1146(C) TO LOCKPORT MOTION (3.1); EMAIL CORRESPONDENCE WITH R. DEHNEY RE: SAME (0.4).
ZIEGLER VE	02/13/06	11.10	REVISE MOTION LOCKPORT TO ADDRESS ASSUMPTION OF ENERGY SALES AGREEMENT (3.5); EMAIL CORRESPONDENCE AND CALLS WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: FACTUAL BACKGROUND (1.5); REVISE SAME (1.4); PARTICIPATE IN VARIOUS CONFERENCE CALLS RE: NYSEG, LOCKPORT AND NYPA QUESTIONS AND STATUS OF REVISIONS OF MOU AND ENERGY SALES AGREEMENT (2.6); WORK ON ORDERS AND AFFIDAVITS RE: LOCKPORT MOTIONS (2.1).
ZIEGLER VE	02/14/06	10.60	WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (1.2); TELECONFERENCES WITH M. HESTER RE: NEGOTIATION OF SAME (0.5); EMAIL CORRESPONDENCE WITH M. RATHKE RE: OUTSTANDING PREPETITION AMOUNTS UNDER THE ENERGY SALES AGREEMENT (0.8); EMAIL CORRESPONDENCE WITH J. LYONS RE: ASSUMPTION ISSUES (0.3); LEGAL RESEARCH RE: APPLICABILITY OF SECTIONS 363(F) AND (M) TO MODIFICATION AND ASSUMPTION MOTION (3.9); EXTENSIVE CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME AND CARVE OUT FROM PLAN (3.1); REVISE ORDERS, MOTIONS AND AFFIDAVITS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	02/15/06	12.40	WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (3.9); DISCUSS EASEMENTS ISSUES WITH M. HESTER AND NEGOTIATION OF SAME (1.1); LEGAL RESEARCH RE: EASEMENTS AND SECTIONS 363(F) AND (M) TO MODIFICATION AND ASSUMPTION MOTION (4.1); EMAIL CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME AND CARVE OUT FROM PLAN (2.1); ATTEND VARIOUS TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: MOTION (1.2).
ZIEGLER VE	02/16/06	13.40	CONTINUE NEGOTIATIONS WITH LOCKPORT ENERGY RE: CONTENT OF LOCKPORT PROPOSED ORDER (2.1); WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (4.2); EMAIL CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME (2.1); PARTICIPATE IN VARIOUS TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY, NYSEG, NYPA AND LOCKPORT RE: MOTION, MODIFIED AGREEMENT AND (3.5); REVISE LOCKPORT MOTION, ORDER AND AFFIDAVIT (1.5).
ZIEGLER VE	02/17/06	13.90	REVISE LOCKPORT MOTION, ORDER AND AFFIDAVIT TO INCLUDE CONSENT TO MODIFICATION OF AUTOMATIC STAY (4.5); CONTINUE NEGOTIATIONS WITH LOCKPORT ENERGY RE: CONTENT OF LOCKPORT PROPOSED ORDER (2.1); WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (1.2); EMAIL CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME (2.3); PARTICIPATE IN VARIOUS TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY, NYSEG, NYPA AND LOCKPORT RE: MOTION, MODIFIED AGREEMENT AND (3.8).
ZIEGLER VE	02/21/06	9.90	LEGAL RESEARCH AND ANALYSIS RE: NYPA'S REQUEST FOR REIMBURSEMENT OF PREPETITION AMOUNTS DUE UNDER A CONTRACT WITH NYSEG (3.4); EMAIL CORRESPONDENCE AND TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: SAME (1.3); WORK ON VARIOUS REQUESTS FOR ADEQUATE ASSURANCE AND LATE FEE CHARGES (2.1); DRAFT LETTER AGREEMENT WITH COLUMBIA GAS OF OHIO (3.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	02/22/06	9.30	DRAFT SCRIPT RE: LOCKPORT MOTION (3.6); DRAFT SLIDES FOR CREDITORS' COMMITTEE MEETING RE: LOCKPORT MOTION (1.3); REVIEW AFFIDAVIT OF SERVICE AND FOLLOW UP (1.2); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE (1.2); REVISE LETTER AGREEMENT RE: SAME (1.1); EMAIL CORRESPONDENCE WITH N. MACMAHON RE: PREPETITION UTILITY INVOICES (0.4); EMAIL CORRESPONDENCE WITH R. KAZANSKI RE: PSE&G MISAPPLICATION OF POSTPETITION SECURITY DEPOSIT (0.5).
ZIEGLER VE	02/23/06	9.70	RESEARCH AND EMAIL CORRESPONDENCE WITH S. MCGRATH RE: ENTERGY DISCLOSURE AND 366 ISSUES (1.8); EMAIL CORRESPONDENCE WITH D. POOLE AND C. TURNER RE: GEORGIA POWER'S ADEQUATE ASSURANCE REQUEST (0.6); FOLLOW UP ON NIAGARA MOHAWK PAYMENT (0.4); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE (1.2); REVISE LETTER AGREEMENT RE: SAME (1.1); EMAIL CORRESPONDENCE WITH N. MACMAHON RE: PREPETITION UTILITY INVOICES (0.4); EMAIL CORRESPONDENCE WITH RUTH KAZANSKI RE: PSE&G MISAPPLICATION OF POSTPETITION SECURITY DEPOSIT (0.5); DRAFT SETTLEMENT AGREEMENT WITH NYPA (3.7).
ZIEGLER VE	02/24/06	7.50	EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE AND TERMINATION RIGHTS (2.5); REVISE LETTER AGREEMENT RE: SAME (1.3); WORK ON LATE FEES REQUESTS (1.7); TELECONFERENCES WITH T. BERRY FROM CITY OF ADRIAN RE: DELPHI'S PREPETITION UTILITY INVOICES (1.1); EMAIL CORRESPONDENCE WITH D. POOLE RE: OUTSTANDING UTILITY MATTERS (0.9).
ZIEGLER VE	02/27/06	10.40	REVIEW COLUMBIA GAS OF OHIO RULES AND REGULATIONS (2.1); EMAIL CORRESPONDENCE WITH M. FISK RE: SAME (0.7); VARIOUS TELECONFERENCES WITH D. POOLE RE: LATE FEES REQUESTS (0.7); LEGAL RESEARCH RE: SAME (2.9); DRAFT LETTERS RE: SAME (2.1); DRAFT LETTER TO CENTER POINT ENERGY RE: LATE ADEQUATE ASSURANCE REQUEST (1.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	02/28/06	8.80	TELECONFERENCES RE: CENTER POINT ENERGY'S REQUEST FOR ADEQUATE ASSURANCE (2.1); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH R. LOGHNEY RE: NYSEG, NYPA ISSUES RE: LOCKPORT MOTION (1.2); REVISE LOCKPORT MOTION SCRIPT (1.0); RESPOND TO UTILITY COMPANIES REQUESTS RE: LATE FEE CHARGES (0.7); TELECONFERENCES WITH D. POOLE RE: GEORGIA POWER AND COLUMBIA GAS OF OHIO REQUESTS FOR ADEQUATE ASSURANCE (0.8); EMAIL CORRESPONDENCE WITH M. HESTER RE: COLUMBIA GAS OF OHIO TERMINATION RIGHTS ISSUE (1.2); RESEARCH RE: SAME (1.8).
		198.90	
Total Associate		214.90	
TOTAL TIME		<u>226.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Utilities**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/07/06	Copy Center, D	2.14
In-house Reproduction	02/24/06	Copy Center, D	0.22
In-house Reproduction	02/28/06	Copy Center, D	0.64
TOTAL IN-HOUSE REPRODUCTION			\$3.00
Telephone Expense	02/24/06	Telecommunications, D	0.42
Telephone Expense	02/24/06	Telecommunications, D	0.58
TOTAL TELEPHONE EXPENSE			\$1.00
Lexis/Nexis	02/13/06	Ziegler VE	268.89
Lexis/Nexis	02/16/06	Zaltzman H	414.31
Lexis/Nexis	02/17/06	Zaltzman H	91.80
TOTAL LEXIS/NEXIS			\$775.00
Westlaw	02/08/06	Ziegler VE	386.17
Westlaw	02/08/06	Ziegler VE	107.12
Westlaw	02/09/06	Ziegler VE	7.42
Westlaw	02/15/06	Ziegler VE	56.46
Westlaw	02/15/06	Ziegler VE	4.34
Westlaw	02/16/06	Ziegler VE	227.99
Westlaw	02/22/06	Ziegler VE	204.13
Westlaw	02/24/06	Ziegler VE	275.23
Westlaw	02/27/06	Ziegler VE	55.38
Westlaw	02/28/06	Ziegler VE	11.76
TOTAL WESTLAW			\$1,336.00
TOTAL MATTER			\$2,115.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Utilities

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
ZIEGLER VE	03/01/06	10.10	EMAIL CORRESPONDENCE WITH M. HESTER RE: COLUMBIA GAS OF OHIO'S REQUEST AND ANALYSIS RE: SAME (1.2); RESEARCH RECENT BANKRUPTCY AND J. DRAIN CASES FOR REQUESTS FOR SECURITY DEPOSITS IN THE FORM OF GAS STORAGE (3.5); NEGOTIATED LANGUAGE IN LETTER AGREEMENT WITH COLUMBIA GAS WITH M. FISK (1.2); TELECONFERENCE WITH J. SIMPSON FROM CENTER POINT ENERGY RE: REQUEST FOR ADEQUATE ASSURANCE AND FOLLOW UP WITH D. POOLE ON WITHDRAWAL OF SUCH REQUEST (2.6); WORK ON PROFFER RE: LOCKPORT ENERGY MOTION (1.6).
ZIEGLER VE	03/02/06	9.70	EMAIL CORRESPONDENCE WITH M. HESTER AND D. POOLE RE: COLUMBIA GAS OF OHIO'S REQUEST (1.1); ANALYSIS OF CASE LAW RE: SAME (4.2); EMAIL CORRESPONDENCE WITH M. FISK RE: SAME (0.5); FOLLOW UP ON ALABAMA POWER LETTER AGREEMENT (0.5); EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND D. BUTZ RE: LOCKPORT ENERGY MODIFICATION AGREEMENTS (1.1); REVIEW SAME (2.3).
ZIEGLER VE	03/06/06	10.30	WORK ON COLUMBIA GAS OF OHIO'S LETTER AGREEMENT (2.1); EMAIL CORRESPONDENCE RE: SAME (0.6); EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND D. BUTZ RE: LOCKPORT ENERGY MOTION (1.1); REVIEW AND ANALYZE AGREEMENTS AND PETITIONS RE: SAME (5.6); TELECONFERENCE WITH M. HEASTER RE: SAME (0.9).
ZIEGLER VE	03/07/06	11.40	WORK ON PROFFER RE: LOCKPORT ENERGY MOTION (1.7); LEGAL RESEARCH RE: ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACT (4.1); RESEARCH AND ANALYZE TSU'S RECOUPMENT REQUEST (4.4); EMAIL CORRESPONDENCE WITH S. HOMER RE: SAME (0.7); FOLLOW UP ON SOUTHERN CALIFORNIA EDISON REQUEST (0.5).
ZIEGLER VE	03/08/06	11.40	EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND D. BUTZ RE: LOCKPORT ENERGY MOTION (1.2) REVIEW AND ANALYZE AGREEMENTS AND PETITIONS FOR APPLICATION OF POWER RE: SAME (5.3); WORK ON PROFFER RE: LOCKPORT ENERGY PROFFER (0.7); LEGAL RESEARCH RE: ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACT (4.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	03/09/06	8.30	PREPARE FOR AFFIANT FOR HEARING ON LOCKPORT MOTION (1.8); EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND M. RATHKE RE: HEARING AND STATUS OF MOTION (0.9); WORK ON COLUMBIA GAS OF OHIO'S LETTER AGREEMENT (2.1); EMAIL CORRESPONDENCE RE: SAME (0.6); EXCHANGE SIGNATURE PAGES RE: SAME (0.5); WORK ON TSU RECOUPMENT REQUEST (2.4).
ZIEGLER VE	03/10/06	2.40	TELECONFERENCE WITH B. LUETHGE RE: REJECTION OF ENTERPRISE ZONE AGREEMENT (1.1); REVIEW AGREEMENTS RE: SAME (1.3).
ZIEGLER VE	03/14/06	5.30	LEGAL RESEARCH RE: REJECTION OF AN EXECUTORY CONTRACT AND LIQUIDATED DAMAGES CLAUSE (4.8); TELECONFERENCE WITH B. LUETHGE RE: SAME (0.5).
ZIEGLER VE	03/15/06	3.90	FOLLOW UP ON ALABAMA POWER'S REQUEST FOR ADEQUATE ASSURANCE (0.9); TELECONFERENCES WITH D. POOLE RE: PAYMENT OF SECURITY DEPOSITS (0.6); DRAFT LETTER RE: AND LATE FEES REQUESTS (2.4).
ZIEGLER VE	03/16/06	5.00	LEGAL RESEARCH RE: PENALTY CLAUSES AND REJECTION OF EXECUTORY CONTRACT (5.0).
ZIEGLER VE	03/17/06	7.80	TELECONFERENCE WITH M. HESTER AND R. LOUGHNEY RE: ENTRY OF LOCKPORT ENERGY ORDER AND EFFECT THEREOF (1.3); EMAIL CORRESPONDENCE RE: SAME (0.9); FOLLOW UP ON PAYMENTS OF SECURITY DEPOSITS WITH RESPECT TO GEOPRGIA POWER AND COLUMBIA GAS OF OHIO (1.2); WORK ON TSU RECOUPMENT REQUEST (3.8); TELECONFERENCE WITH D. POOLE RE: SAME (0.6).
ZIEGLER VE	03/20/06	1.60	EMAIL CORRESPONDENCE RE: LOCKPORT ENERGY ORDER AND EFFECT THEREOF (1.6).
ZIEGLER VE	03/21/06	6.20	FOLLOW UP ON PAYMENTS OF SECURITY DEPOSITS WITH RESPECT TO GEOPRGIA POWER AND COLUMBIA GAS OF OHIO (1.2); WORK ON TSU RECOUPMENT REQUEST (4.4); TELECONFERENCE WITH D. POOLE RE: SAME (0.6).
ZIEGLER VE	03/27/06	3.90	ANALYSIS OF ENTERPRISE ZONE AGREEMENTS (2.1); WORK ON MOTION RE: REJECTION OF SAME (1.4); EMAIL CORRESPONDENCE RE: LOCKPORT ENERGY ORDER (0.4).
ZIEGLER VE	03/28/06	7.50	ANALYSIS OF ENTERPRISE ZONE AGREEMENTS (2.1); DRAFT MOTION RE: REJECTION OF SAME (5.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	03/29/06	1.30	FOLLOW UP ON ALABAMA POWER LETTER AGREEMENT (0.3); EMAIL CORRESPONDENCE RE: MISAPPLICATION OF SECURITY DEPOSIT (0.5); EMAIL CORRESPONDENCE RE: OVERPAYMENT OF UTILITY BILL (0.5).
ZIEGLER VE	03/30/06	5.30	CONTINUE WORKING ON MOTION TO REJECT ZONE ENTERPRISE AGREEMENTS (5.3).
ZIEGLER VE	03/31/06	9.80	TELECONFERENCE WITH W. LUETHGE RE: REJECTION OF ENTERPRISE ZONE AGREEMENTS (0.5); REVIEW AGREEMENTS AND DRAFT MOTION RE: SAME (9.3).
		121.20	
Total Associate		121.20	
TOTAL TIME		<u>121.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Utilities

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	0.69
In-house Reproduction	03/17/06	Copy Center, D	0.35
In-house Reproduction	03/24/06	Copy Center, D	0.96
		TOTAL IN-HOUSE REPRODUCTION	\$2.00
Telephone Expense	03/31/06	Telecommunications, D	0.47
Telephone Expense	03/31/06	Telecommunications, D	0.53
		TOTAL TELEPHONE EXPENSE	\$1.00
Westlaw	03/06/06	Ziegler VE	289.85
Westlaw	03/10/06	Ziegler VE	215.67
Westlaw	03/13/06	Ziegler VE	1,118.48
		TOTAL WESTLAW	\$1,624.00
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	22.00
		TOTAL MESSENGERS/ COURIER	\$22.00
		TOTAL MATTER	\$1,649.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Utilities

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
ZALTZMAN H	04/27/06	4.00	RESEARCH DEFINITION OF UTILITY IN CASE LAW (1.5); REVIEW MATERIALS RE: EDS SERVICES PROVIDED (0.3); DRAFT EMAIL MEMO RE: EDS STATUS AS A UTILITY (0.8); REVIEW TERIS OVERPAYMENT MATERIALS (0.4); DRAFT LETTER TO TERIS RE: OVERPAYMENT (1.0).
		4.00	
ZIEGLER VE	04/03/06	3.40	DRAFT LETTER TO TERRIS, UTILITY COMPANY RE: OVERPAYMENT OF FEES (1.3); LEGAL RESEARCH RE: UNAUTHORIZED PAYMENT OF PREPETITION FEES (2.1).
ZIEGLER VE	04/13/06	4.10	CASE LAW AND FACTUAL ANALYSIS WHETHER EDS IS A UTILITY (4.1).
ZIEGLER VE	04/24/06	5.20	LEGAL RESEARCH RE: SECTION 549 OF THE BANKRUPTCY CODE AND ORDINARY COURSE OF BUSINESS TRANSACTIONS (3.6); DRAFT EMAIL ANALYSIS TO R. REYES RE: SAME (1.2); TELECONFERENCE WITH D. YEATER RE: DOMINION EAST OHIO'S REQUEST FOR ADEQUATE ASSURANCE (0.4).
ZIEGLER VE	04/26/06	3.00	ANALYSIS OF DOMINION EAST REQUEST FOR ADEQUATE ASSURANCE (2.1); TELECONFERENCES WITH D. YEATER AND M. HALL RE: DOMINION EAST REQUEST FOR ADEQUATE ASSURANCE (0.7); EMAIL CORRESPONDENCE WITH M. HALL RE: SAME (0.2).
ZIEGLER VE	04/27/06	2.50	EMAIL CORRESPONDENCE WITH R. REYES RE: AVAYA ORDINARY COURSE ANALYSIS (0.2); WORK ON LETTER TO TERRIS RE: OVERPAYMENT OF UTILITY BILLS (1.2); ANALYSIS OF WHETHER ELECTRONIC DATA SYSTEMS IS A UTILITY (1.1).
		18.20	
Total Associate		22.20	
TOTAL TIME		<u>22.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Utilities

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/28/06	Copy Center, D	2.00
		TOTAL IN-HOUSE REPRODUCTION	\$2.00
Lexis/Nexis	04/05/06	Ziegler VE	183.16
Lexis/Nexis	04/24/06	Ziegler VE	268.33
Lexis/Nexis	04/27/06	Zaltzman H	712.51
		TOTAL LEXIS/NEXIS	\$1,164.00
Westlaw	04/24/06	Ziegler VE	145.00
		TOTAL WESTLAW	\$145.00
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	8.00
		TOTAL MESSENGERS/ COURIER	\$8.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	50.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$50.00
CLR/Disclosure	04/18/06	Office Admin, D	62.00
		TOTAL CLR/DISCLOSURE	\$62.00
		TOTAL MATTER	\$1,431.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Utilities

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
ZIEGLER VE	05/09/06	7.10	LEGAL RESEARCH RE: APPLICABILITY OF SECTION 549 ON UTILITY CONTRACT TERMS (3.8); DRAFT EMAIL ANALYSIS RE: WITH R. REYES RE: AVAYA'S REQUEST (2.1); TELECONFERENCE WITH AVAYA AND R. REYES RE: SAME (1.2).
ZIEGLER VE	05/12/06	3.70	REVIEW UTILITY CONTRACT BETWEEN AVAYA AND DELPHI (2.1); TELECONFERENCE WITH R. REYES RE: SAME (0.5); PARTICIPATE IN TELECONFERENCE WITH AVAYA AND R. REYES RE: REQUEST BY AVAYA FOR COURT APPROVAL OF PURCHASE OF EQUIPMENT (1.1).
		10.80	
Total Associate		10.80	
TOTAL TIME		<u>10.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Utilities**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/05/06	Copy Center, D	0.24
In-house Reproduction	05/09/06	Copy Center, D	2.97
In-house Reproduction	05/12/06	Copy Center, D	0.57
In-house Reproduction	05/19/06	Copy Center, D	0.11
In-house Reproduction	05/23/06	Copy Center, D	0.11
		TOTAL IN-HOUSE REPRODUCTION	\$4.00
Lexis/Nexis	05/01/06	Ziegler VE	156.17
Lexis/Nexis	05/11/06	Ziegler VE	135.83
		TOTAL LEXIS/NEXIS	\$292.00
Westlaw	05/12/06	Ziegler VE	301.00
		TOTAL WESTLAW	\$301.00
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	11.73
Messengers/ Courier	05/16/06	Dist Serv/Mail/Page, D	180.24
Messengers/ Courier	05/16/06	Dist Serv/Mail/Page, D	135.03
		TOTAL MESSENGERS/ COURIER	\$327.00
		TOTAL MATTER	\$924.00

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Debtors and Debtors-in-Possession

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International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-16
RETENTION / FEE MATTERS (SASM&F)
465.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
GROSS C	02/15/06	1.20	REVIEW AND DRAFT DESCRIPTION OF TAX WORK FOR FEE APPLICATION (1.2)
		1.20	
Total Partner		1.20	
MATZ TJ	02/27/06	0.80	WORK ON FIRST INTERIM FEE APPLICATION (0.8).
MATZ TJ	02/28/06	1.20	WORK ON FIRST INTERIM FEE APPLICATION (0.9); TELECONFERENCES WITH CHAMBERS RE: TIMING OF SAME AND INTERIM COMPENSATION ORDER (0.3).
		2.00	
SENSENBRENNER EB	02/15/06	2.60	REVIEW AND REVISE FEE APPLICATION (2.6).
		2.60	
Total Counsel		4.60	
DANZ CE	02/06/06	0.50	BEGAN WORK ON THE FEE APPLICATION FOR REAL ESTATE SECTIONS (0.5).
DANZ CE	02/14/06	0.70	DRAFTED FEE APPLICATION SECTION RELATING TO REAL ESTATE (0.7).
		1.20	
DE ELIZALDE D	02/12/06	1.20	FURTHER ANALYSIS OF HOURS BILLED DURING THE APPLICATION PERIOD TO DRAFT FIRST INTERIM FEE APPLICATION (1.2).
DE ELIZALDE D	02/14/06	2.80	REVIEWED AND REVISED FIRST INTERIM FEE APPLICATION (2.8).
DE ELIZALDE D	02/20/06	0.50	REVIEWED DISCLOSURE FOR SUPPLEMENTAL AFFIDAVIT (0.5).
DE ELIZALDE D	02/21/06	1.90	REVIEWED AND REVISED SUPPLEMENTAL DECLARATION (1.9).
DE ELIZALDE D	02/23/06	1.80	REVIEWED AND REVISED SUPPLEMENTAL DECLARATION (1.8).
DE ELIZALDE D	02/27/06	2.50	REVIEWED AND REVISED SUPPLEMENTAL DECLARATION (2.5).
		10.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/14/06	2.20	DRAFTED RIDERS TO FEE APPLICATION RE: EMPLOYEE MATTERS, RETIREES, AND INSURANCE (1.8); REVISED FEE APPLICATION RIDERS (0.4).
FERN BM	02/15/06	1.30	REVISED FEE APPLICATION RIDERS RE: EMPLOYEE MATTERS AND INSURANCE (1.3).
		3.50	
HERRIOTT AV	02/06/06	2.30	BEGIN DRAFTING FIRST INTERIM FEE APPLICATION (2.3).
HERRIOTT AV	02/07/06	1.00	DRAFTING OF FIRST INTERIM FEE STATEMENT (1.0).
HERRIOTT AV	02/08/06	1.80	CONTINUE DRAFTING FIRST INTERIM FEE APPLICATION (1.8).
HERRIOTT AV	02/20/06	3.70	CONTINUE TO DRAFT, REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (3.7).
HERRIOTT AV	02/21/06	3.90	CONTINUE TO DRAFT FIRST INTERIM FEE APPLICATION (3.9).
HERRIOTT AV	02/22/06	5.30	CONTINUE TO DRAFT, REVIEW, AND REVISE FEE APPLICATION (5.3).
HERRIOTT AV	02/23/06	3.80	CONTINUE TO DRAFT, REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (3.8).
HERRIOTT AV	02/25/06	3.20	CONTINUE REVIEWING AND REVISING FIRST INTERIM FEE APPLICATION (3.2).
HERRIOTT AV	02/27/06	2.30	CONTINUE TO REVIEW AND REVISE MATTER DESCRIPTIONS FOR FIRST INTERIM FEE APPLICATION (2.3).
		27.30	
MEISLER RE	02/06/06	1.30	WORKED ON FIRST INTERIM FEE APPLICATION (1.3).
MEISLER RE	02/23/06	1.40	CONTINUED TO REVIEW FIRST INTERIM FEE APPLICATION (1.4).
MEISLER RE	02/26/06	5.60	CONTINUED TO REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (5.6).
MEISLER RE	02/27/06	4.90	CONTINUED TO REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (4.9).
		13.20	
MICHELI MJ	02/21/06	2.50	BEGAN DRAFTING FIRST INTERIM FEE APPLICATION (2.5).
MICHELI MJ	02/24/06	1.10	REVIEW FEE APPLICATION AND MATERIALS TO BE COMPLETED IN CONNECTION THEREWITH (1.1).
		3.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PHILLIPS DP	02/14/06	4.20	REVIEW TAX TIME DETAIL AND DRAFT TAX PORTION OF FEE APPLICATION (4.2).
PHILLIPS DP	02/15/06	1.60	DRAFT AND REVISE TAX SECTION OF FEE APPLICATION (1.6).
PHILLIPS DP	02/28/06	0.40	REVISE TAX PORTION OF FEE APPLICATION (0.4).
		6.20	
REESE RG	02/15/06	0.60	BEGIN DRAFTING PORTION OF FIRST INTERIM FEE APPLICATION (0.6).
REESE RG	02/16/06	1.20	CONTINUE DRAFTING PORTION OF FIRST INTERIM FEE APPLICATION (1.2).
REESE RG	02/17/06	0.40	REVISE DRAFT FIRST INTERIM FEE APPLICATION SECTIONS (0.4).
REESE RG	02/25/06	3.40	REVIEW AND REVISE INTERIM FEE APPLICATION (3.4).
		5.60	
TOUSSI S	02/10/06	0.40	REVIEW RETENTION MATTERS AND CHARTS (0.4).
TOUSSI S	02/22/06	1.20	EDIT AND REVISE VARIOUS SECTIONS OF FEE APPLICATION (1.2).
TOUSSI S	02/24/06	3.40	EDIT AND REVISE VARIOUS SECTIONS OF SKADDEN'S FEE APPLICATION, INCLUDING GM MATTERS (1.2), SECURED MATTERS (1.0), AND GENERAL CORPORATE MATTERS (1.2).
TOUSSI S	02/26/06	2.80	DRAFT AND REVISE VARIOUS SECTIONS OF FEE APPLICATION (2.8).
TOUSSI S	02/28/06	1.50	EDIT AND REVISE VARIOUS SECTIONS OF FEE APPLICATION (1.5).
		9.30	

TURMAN TII RE	02/14/06	2.20	PREPARE FEE APPLICATION RE: FINANCING (2.2).
TURMAN TII RE	02/15/06	2.50	DRAFT FEE APPLICATION RIDER RE: FINANCING (2.5).
		4.70	

WILSON LD	02/11/06	1.80	REVIEW DRAFT RIDER ON LABOR MATTERS (1.8).
WILSON LD	02/15/06	2.00	REVIEW AND REVISE DRAFT RIDER SUMMARY OF LABOR WORK (2.0).
		3.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/06/06	1.00	DEVELOP STRATEGIES RE: CASE ADMINISTRATION NEXT STEPS FOR FEE APP AND SUPP AFFIDAVIT (1.0).
ZALTZMAN H	02/09/06	4.90	PREPARE SKADDEN'S SUPP. AFFIDAVIT (2.4); REVIEW ALL "DISINTERESTEDNESS QUESTIONNAIRES" RE: SUPP. AFF PREPARATION (2.5).
ZALTZMAN H	02/10/06	2.70	CONTINUE PREPARATION OF SKADDEN'S SUPP. AFFIDAVIT (2.5); REVIEW DISCLOSURE RESEARCH DOCUMENTS FOR SUPP. AFFIDAVIT PREPARATION (0.2).
ZALTZMAN H	02/11/06	5.20	REVIEW DISCLOSURE RESEARCH FOR SUPP. AFFIDAVIT (5.2).
ZALTZMAN H	02/13/06	4.10	CONTINUE REVIEWING DISCLOSURE RESEARCH FOR SUPP AFF PURPOSES (4.1).
ZALTZMAN H	02/14/06	3.70	CONTINUE REVIEW OF DISCLOSURE RESEARCH IN PREPARATION OF SUPP AFFIDAVIT (2.5); CONTINUE REVIEW OF SUPPLEMENTAL AFFIDAVIT DRAFT (1.2).
ZALTZMAN H	02/15/06	6.90	CONTINUE DISCLOSURE RESEARCH REVIEW FOR PREPARATION OF SUPP. AFFIDAVIT (5.1); CONTINUE UPDATING/EDITING SUPPLEMENTAL AFFIDAVIT DRAFT (1.8).
ZALTZMAN H	02/18/06	1.40	REVIEW SET OF DISCLOSURE RESEARCH PAPERS (1.4).
ZALTZMAN H	02/20/06	1.70	PREPARE SUPP AFF BY INCORPORATING ALL INFORMATION (1.7).
ZALTZMAN H	02/22/06	4.50	PREPARE SUPPLEMENTAL AFFIDAVIT WITH DISCLOSURE RESEARCH REVIEW INFORMATION (3.5); REVIEW MORE DISCLOSURE RESEARCH FOR SUPPLEMENTAL AFFIDAVIT (1.0).
ZALTZMAN H	02/23/06	2.00	DRAFT SUPP AFFIDAVIT (2.0).
ZALTZMAN H	02/24/06	3.80	EDIT/CONFORM SUPPLEMENTAL AFFIDAVIT (3.8).
ZALTZMAN H	02/27/06	1.80	CONTINUE EDITS ON SUPP AFF MARKUP (1.8).
		43.70	
Total Associate		132.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	02/16/06	0.40	REVIEW RETENTION SCREENING FORMS RECEIVED AND UPDATE CHARTS (0.4).
SALAZAR AG	02/20/06	1.40	REVIEW AND UPDATE CHART WITH SCREENING QUESTIONNAIRE'S RECEIVED (0.2); PREPARE AND SEND FIFTH REQUEST FOR SCREENING RESPONSES (1.2).
SALAZAR AG	02/22/06	0.40	REVIEW AND ENTER RESPONSES RECEIVED FROM SCREENING QUESTIONNAIRE (0.4).
SALAZAR AG	02/23/06	0.40	REVIEW AND UPDATE CHART WITH BRSC RESPONSES RECEIVED (0.4).
		2.60	
ZSOLDOS AF	02/01/06	1.20	DISCLOSURE RESEARCH ANALYSIS ENTRY INTO CHART (1.2).
ZSOLDOS AF	02/02/06	2.60	DISCLOSURE RESEARCH ANALYSIS ENTRY INTO CHART (2.6).
ZSOLDOS AF	02/07/06	1.00	DISCLOSURE RESEARCH ANALYSIS ENTRY INTO CHART (1.0).
ZSOLDOS AF	02/13/06	1.90	PRINT AND ORGANIZE SUPPLEMENTAL RESULTS FOR SUPPLEMENTAL AFFIDAVIT OF RETENTION APPLICATION (1.2); REVISE SUPPLEMENTAL AFFIDAVIT TO REFLECT CATEGORIES OF DISCLOSURE AT VARIOUS STAGES OF CASE (0.7).
ZSOLDOS AF	02/22/06	1.10	UPDATE SUPPLEMENTAL AFFIDAVIT (1.1).
ZSOLDOS AF	02/23/06	1.40	UPDATE SUPPLEMENTAL AFFIDAVIT (1.4).
ZSOLDOS AF	02/24/06	3.70	EDIT SUPPLEMENTAL AFFIDAVIT (3.7).
		12.90	
Total Legal Assistant		15.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROGERS D	02/01/06	8.70	ORGANIZE AND UPDATE MASTER DISCLOSURE RESEARCH (8.7) .
ROGERS D	02/02/06	7.70	ORGANIZE AND UPDATE MASTER DISCLOSURE RESEARCH CHART (7.7) .
ROGERS D	02/03/06	8.60	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHARTS (8.6) .
ROGERS D	02/06/06	7.40	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHARTS (7.4) .
ROGERS D	02/07/06	9.50	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (9.5) .
ROGERS D	02/08/06	7.40	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (7.4) .
ROGERS D	02/09/06	9.50	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (9.5) .
ROGERS D	02/10/06	9.80	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (9.8) .
ROGERS D	02/13/06	4.90	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (4.9) .
ROGERS D	02/14/06	9.80	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (9.8) .
ROGERS D	02/15/06	9.50	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (9.5) .
ROGERS D	02/16/06	9.30	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (9.3) .
ROGERS D	02/17/06	8.50	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (8.5) .
ROGERS D	02/20/06	3.10	ORGANIZE AND UPDATE DISCLOSURE RESEARCH CHART (3.1) .
		113.70	
Total Legal Assistant Support		113.70	

TOTAL TIME **267.80**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/17/06	Copy Center, D	28.00
		TOTAL IN-HOUSE REPRODUCTION	\$28.00
Telephone Expense	02/24/06	Telecommunications, D	1.38
Telephone Expense	02/24/06	Telecommunications, D	1.61
Telephone Expense	02/24/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$3.00
Westlaw	02/08/06	Herriott AV	18.00
		TOTAL WESTLAW	\$18.00
		TOTAL MATTER	\$49.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
DE ELIZALDE D	03/08/06	1.20	ANALYSIS OF PROFESSIONALS' FEE STATEMENTS (1.2).
DE ELIZALDE D	03/13/06	3.40	REVIEW RESULTS FROM QUESTIONNAIRE RE: DISCLOSURE RESEARCH (1.5); REVIEW AND REVISE FIRST SUPPLEMENTAL DECLARATION IN SUPPORT OF SKADDEN RETENTION (1.9).
DE ELIZALDE D	03/14/06	0.50	SUPERVISED ANALYSIS OF RESPONSES TO "DISINTERESTEDNESS QUESTIONNAIRE" (0.5).
DE ELIZALDE D	03/18/06	1.90	REVIEW AND REVISE SUPPLEMENTAL DECLARATION (1.9).
DE ELIZALDE D	03/19/06	1.30	FURTHER REVIEWED AND REVISED SUPPLEMENTAL DECLARATION (1.3).
DE ELIZALDE D	03/20/06	3.80	FURTHER REVIEWED AND REVISED SUPPLEMENTAL DECLARATION (1.2); ANALYSIS OF DISCLOSURE RESEARCH (2.6).
DE ELIZALDE D	03/22/06	2.90	REVISE SUPPLEMENTAL DECLARATION (0.8); ANALYSIS OF DISCLOSURE RESEARCH (2.1).
		15.00	
HERRIOTT AV	03/20/06	2.80	REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (2.8).
HERRIOTT AV	03/21/06	6.90	RESEARCH CASE LAW RE: FEE APPLICATIONS (0.7); REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (6.2).
HERRIOTT AV	03/22/06	6.40	CONTINUE TO REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (6.4).
		16.10	
MEISLER RE	03/14/06	3.10	CONTINUE TO REVIEW AND COMMENT ON SUPPLEMENTAL DECLARATION (3.1).
MEISLER RE	03/18/06	1.70	REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (1.7).
MEISLER RE	03/19/06	2.00	CONTINUE TO REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (2.0).
MEISLER RE	03/20/06	1.00	CONTINUE TO REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (0.5); CONTINUE TO REVIEW AND COMMENT ON SUPPLEMENTAL DECLARATION (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/22/06	3.70	CONTINUE TO REVIEW AND COMMENT ON SUPPLEMENTAL DECLARATION (0.6); CONTINUE TO REVIEW AND COMMENT ON FIRST INTERIM FEE APPLICATION (3.1).
		11.50	
STUART NL	03/22/06	3.20	REVIEW AND REVISE SUPPLEMENTAL AFFIDAVIT (3.2).
		3.20	
ZALTZMAN H	03/01/06	2.80	EDIT SUPPLEMENTAL DECLARATION (2.8).
ZALTZMAN H	03/02/06	1.10	REVIEW SUPPLEMENTAL AFFIDAVIT (0.5); REVIEW DISCLOSURE RESEARCH FOR SUPPLEMENTAL AFFIDAVIT (0.6).
ZALTZMAN H	03/13/06	1.00	UPDATE SUPPLEMENTAL DECLARATION WITH NEW INFORMATION FROM DISINTERESTEDNESS QUESTIONNAIRES (0.4); CONTACT REMAINING LAWYER RE: DISINTERESTEDNESS QUESTIONNAIRES (0.6).
ZALTZMAN H	03/14/06	0.30	BEGIN REVIEWING MOST RECENT MARKUP OF SUPPLEMENTAL DECLARATION (0.3).
ZALTZMAN H	03/15/06	3.50	REVIEW/EDIT SUPPLEMENTAL AFFIDAVIT (3.5).
ZALTZMAN H	03/16/06	0.80	CONTINUE EDITING SUPP DECLARATION (0.8).
ZALTZMAN H	03/19/06	2.60	REVIEW/EDIT/DRAFT SUPP. DECLARATION (2.6).
		12.10	
Total Associate		57.90	
ZSOLDOS AF	03/01/06	1.80	DISCLOSURE RESEARCH RE: NEW 2002 PARTIES AND NEWLY RETAINED PROFESSIONALS (1.3); UPDATE MASTER CHART WITH NEW ENTITIES (0.5).
ZSOLDOS AF	03/03/06	0.60	REVIEW DISCLOSURE RESEARCH AND PREPARE TO ORGANIZE SUPPLEMENTAL CONFLICTS RESULTS (0.6).
ZSOLDOS AF	03/10/06	1.40	CHECK NEW PARTIES FOR DISCLOSURE RESEARCH, INCLUDING: CHECKING AGAINST MASTER LIST (1.4).
ZSOLDOS AF	03/23/06	1.50	CHECK DOCKET FOR NEW ENTITIES TO SUBMIT (0.8); UPDATE MASTER LIST (0.3); RUN DISCLOSURE RESEARCH (0.4).
		5.30	
Total Legal Assistant		5.30	
TOTAL TIME		<u>63.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	46.00
		TOTAL IN-HOUSE REPRODUCTION	\$46.00
Telephone Expense	03/31/06	Telecommunications, D	1.03
Telephone Expense	03/31/06	Telecommunications, D	0.96
Telephone Expense	03/31/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$2.00
Westlaw	03/21/06	Herriott AV	218.24
Westlaw	03/22/06	Herriott AV	34.76
		TOTAL WESTLAW	\$253.00
Messengers/ Courier	03/03/06	Straightline Courier	32.00
		TOTAL MESSENGERS/ COURIER	\$32.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	2.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$2.00
		TOTAL MATTER	\$335.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
DIAZ LB	04/17/06	0.50	STRATEGY MEETING RE: DISCLOSURE ANALYSIS (0.5) .
DIAZ LB	04/21/06	0.30	ANALYZE MATERIAL RESULTING FROM DISCLOSURE CHECK (0.3) .
DIAZ LB	04/28/06	2.40	STRATEGY MEETING RE: FIRST SUPPLEMENTAL DECLARATION AND FEE APPLICATIONS FROM PROFESSIONALS (2.4) .
		3.20	
HERRIOTT AV	04/19/06	1.60	CONTINUE TO REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (1.6) .
HERRIOTT AV	04/20/06	3.30	CONTINUE TO REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (3.3) .
HERRIOTT AV	04/24/06	0.80	REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (0.8) .
HERRIOTT AV	04/25/06	0.20	CONTINUE TO REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (0.2) .
		5.90	
MEISLER RE	04/13/06	0.50	ATTENTION TO DISCLOSURE RESEARCH (0.5) .
MEISLER RE	04/19/06	0.20	ATTENTION TO FIRST INTERIM FEE APPLICATION (0.2) .
MEISLER RE	04/21/06	0.30	ATTENTION TO DISCLOSURE RESEARCH (0.3) .
MEISLER RE	04/24/06	0.20	CONTINUE ATTENTION TO FIRST INTERIM FEE APPLICATION (0.2) .
		1.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/13/06	0.70	REVIEW TASKS RE: DISCLOSURE RESEARCH (0.7) .
WHARTON JN	04/17/06	0.50	CONTINUE TO WORK ON DISCLOSURE RESEARCH AND DRAFTING OF SUPPLEMENTAL DISCLOSURE AFFIDAVIT (0.5) .
WHARTON JN	04/26/06	0.40	CONNECTIONS AND DISCLOSURE RESEARCH (0.4) .
WHARTON JN	04/28/06	0.80	CONDUCT CONNECTIONS AND DISCLOSURE RESEARCH (0.5) AND REVIEW FIRST SUPPLEMENTAL DISCLOSURE DECLARATION (0.3) .
		2.40	
Total Associate		12.70	
TOTAL TIME		<u>12.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/14/06	Copy Center, D	8.57
In-house Reproduction	04/18/06	Copy Center, D	7.43
TOTAL IN-HOUSE REPRODUCTION			\$16.00
TOTAL MATTER			\$16.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/13/06	1.70	BEGIN TO REVIEW REVISED FIRST FEE APPLICATION (0.4); CONTINUE TO WORK ON MONTHLY COMPENSATION PACKAGES THROUGH APRIL 2006 (1.3).
BUTLER, JR. J	05/27/06	6.60	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR JANUARY - APRIL, 2006 (6.6).
BUTLER, JR. J	05/28/06	5.80	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR JANUARY - APRIL, 2006 (5.8).
BUTLER, JR. J	05/29/06	6.10	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR FEBRUARY - APRIL, 2006 (5.6); BEGIN TO REVIEW AND COMMENT ON FIRST FEE APPLICATION (0.5).
BUTLER, JR. J	05/30/06	3.10	REVIEW AND FINALIZE MONTHLY COMPENSATION PACKAGES FOR FEBRUARY - APRIL, 2006 (1.6); DRAFT TRANSMITTAL LETTERS FOR JANUARY - APRIL, 2006 COMPENSATION PACKAGES (0.9); CONTINUE TO REVIEW AND COMMENT ON FIRST FEE APPLICATION (0.6).
BUTLER, JR. J	05/31/06	2.60	FINALIZE FIRST FEE APPLICATION (1.9); REVIEW AND FINALIZE SUPPLEMENTAL AFFIDAVIT (0.7).
		25.90	
MARAFIOTI KA	05/16/06	0.30	REVIEW RULE RE: FORM OF NOTICE (0.2); REVIEW AND REVISE NOTICE OF HEARING ON INTERIM FEE APPLICATIONS (0.1).
MARAFIOTI KA	05/17/06	0.20	WORK ON FEE APPLICATION (0.2).
MARAFIOTI KA	05/31/06	3.70	WORK ON BUTLER SUPPLEMENTAL DECLARATION (0.7); REVIEW AND REVISE FEE APPLICATION (3.0).
		4.20	
Total Partner		30.10	
MATZ TJ	05/31/06	2.90	REVIEW AND COMMENT ON BUTLER SUPPLEMENTAL DECLARATION (0.9); CONTINUING REVIEW OF FIRST INTERIM FEE APPLICATION (0.7); CONTINUING REVIEW AND DRAFT OF FIRST INTERIM FEE APPLICATION (1.3).
		2.90	
Total Counsel		2.90	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	05/01/06	0.40	ANALYZED DISCLOSURE CHECK (0.4).
DIAZ LB	05/10/06	0.80	ANALYZED DISCLOSURE CHECKS (0.8).
DIAZ LB	05/15/06	1.90	ANALYZED DISCLOSURE CHECK RESULTS (1.9).
DIAZ LB	05/16/06	6.30	ANALYZED DISCLOSURE CHECKS FOR SUPPLEMENTAL DECLARATION (6.3).
DIAZ LB	05/17/06	7.80	ANALYZED DISCLOSURE CHECKS FOR SUPPLEMENTAL DECLARATION (7.8).
DIAZ LB	05/18/06	5.50	CONTINUED TO ANALYZE DISCLOSURE CHECKS (5.5).
DIAZ LB	05/22/06	8.20	ANALYZED DISCLOSURE FOR SUPPLEMENTAL DECLARATION (8.2).
DIAZ LB	05/23/06	7.40	ANALYZED DISCLOSURE CHECKS (7.4).
DIAZ LB	05/24/06	9.10	ANALYZED DISCLOSURE FOR SUPPLEMENTAL DECLARATION (9.1).
DIAZ LB	05/25/06	8.90	ANALYZED DISCLOSURE CHECKS (8.9).
DIAZ LB	05/26/06	4.90	ANALYZED DISCLOSURE FOR SUPPLEMENTAL DECLARATION (4.9).
DIAZ LB	05/27/06	5.40	ANALYZED DISCLOSURE FOR SUPPLEMENTAL DECLARATION (5.4).
DIAZ LB	05/28/06	1.70	CONTINUED TO ANALYZE DISCLOSURE AND REVISE SUPPLEMENTAL DECLARATION (1.7).
DIAZ LB	05/29/06	2.10	CONTINUED TO REVISED SUPPLEMENTAL DECLARATION (2.1).
DIAZ LB	05/30/06	7.00	PROOFREAD AND REVISED FEE APPLICATION (3.3); REVISED SUPPLEMENTAL DECLARATION (3.7).
DIAZ LB	05/31/06	7.20	FINALIZED SUPPLEMENTAL DECLARATION (7.2).
		84.60	
HERRIOTT AV	05/15/06	0.40	RESPOND TO QUESTION RE: DISCLOSURE ISSUES (0.3); REVIEW ISSUE IN INTERIM COMPENSATION ORDER (0.1).
HERRIOTT AV	05/17/06	0.70	REVIEW SKADDEN DISCLOSURE ISSUES (0.7).
HERRIOTT AV	05/26/06	2.60	REVIEW AND REVISE FEE APPLICATION (2.6).
HERRIOTT AV	05/27/06	6.10	REVIEW AND REVISE JANUARY MONTHLY COMPENSATION PACKAGE (6.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	05/28/06	13.00	CONTINUE TO REVIEW AND REVISE FIRST INTERIM FEE APPLICATION AFTER ANALYSIS OF JANUARY MONTHLY COMPENSATION PACKAGE (6.6); REVIEW AND REVISE FEBRUARY MONTHLY COMPENSATION PACKAGE (6.4).
HERRIOTT AV	05/29/06	10.90	REVIEW AND REVISE FIRST INTERIM FEE APPLICATION (5.6); REVIEW AND REVISE MONTHLY COMPENSATION PACKAGE FOR THE MONTH OF APRIL (5.3).
HERRIOTT AV	05/30/06	4.70	REVIEW AND REVISE MARCH COMPENSATION PACKAGE (4.4); REVIEW FEE APPLICATION (0.3).
HERRIOTT AV	05/31/06	6.30	REVIEW, REVISE AND PREPARE FIRST INTERIM FEE APPLICATION FOR FILING (6.3).
		44.70	
MEISLER RE	05/28/06	4.20	REVIEW AND COMMENT ON FEE APPLICATION (4.2).
MEISLER RE	05/29/06	3.60	CONTINUED TO REVIEW AND COMMENT ON FEE APPLICATION (3.6).
MEISLER RE	05/30/06	1.10	CONTINUED REVIEW OF FEE APPLICATION (0.3); REVIEW SUPPLEMENTAL DECLARATION (0.8).
MEISLER RE	05/31/06	6.80	CONTINUED TO REVIEW AND REVISE FEE APPLICATION (6.5); REVIEW SUPPLEMENTAL DECLARATION (0.3).
		15.70	
PERL MW	05/23/06	1.80	REVIEW DRAFT OF FEE APPLICATION AND STRATEGIZE AND COORDINATE RE: SAME (1.8).
PERL MW	05/24/06	1.10	REVIEW MONTHLY STATEMENTS AND PREPARE TEMPLATES FOR FEE APPLICATION (1.1).
PERL MW	05/26/06	2.60	COORDINATE RE: DATA IN CONNECTION WITH FIRST INTERIM FEE APPLICATION (0.7); PREPARE AND REVIEW DOCUMENT TEMPLATES IN CONNECTION WITH SAME (1.3); REVIEW DRAFT OF FEE APPLICATION (0.6).
PERL MW	05/27/06	0.20	CORRESPONDENCE RE: STATUS OF FIRST FEE APPLICATION (0.2).
PERL MW	05/28/06	5.70	VARIOUS TELECONFERENCES WITH WORKING GROUP RE: STATUS, PREPARATION AND STRATEGY IN CONNECTION WITH FIRST INTERIM FEE APPLICATION (0.3, 0.5, 0.3); FOLLOW UP CORRESPONDENCES RE: SAME (0.6); REVIEW FEE DATA (0.7) AND FOLLOW UP CORRESPONDENCE RE: SAME (0.2); BEGIN WORK ON FIRST INTERIM FEE APPLICATION (3.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	05/29/06	7.90	CONTINUE TO WORK ON AND PREPARE FIRST INTERIM FEE APPLICATION (6.2); TELECONFERENCE WITH WORKING GROUP RE: SAME (0.4); FOLLOW UP CORRESPONDENCES RE: SAME (0.4); CONSIDER ISSUE RELATED TO SUPPLEMENTAL DISCLOSURE (0.3) AND REVIEW PRECEDENT RE: SAME (0.4); FOLLOW UP CORRESPONDENCE RE: SAME (0.2).
PERL MW	05/30/06	4.30	REVIEW AND REVISE SKADDEN'S FIRST INTERIM FEE APPLICATION (4.3).
PERL MW	05/31/06	5.30	CONTINUE TO REVIEW AND REVISE SKADDEN'S FIRST INTERIM FEE APPLICATION AND PROVIDE COMMENTS TO SAME (2.7); COORDINATE RE: SERVICE OF FEE APPLICATION, INCLUDING EXHIBITS (2.6).
		28.90	
WHARTON JN	05/01/06	0.30	REVIEW AND REVISE SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
WHARTON JN	05/15/06	1.40	CONTINUE RESEARCH RE: CONNECTIONS AND RELATIONSHIPS (1.1); CONTINUE TO REVIEW DRAFT SUPPLEMENTAL DISCLOSURE AFFIDAVIT (0.3).
WHARTON JN	05/16/06	0.70	CONTINUE DISCLOSURE RESEARCH FOR SUPPLEMENTAL DISCLOSURE DECLARATION (0.7).
WHARTON JN	05/22/06	1.90	CONTINUE DISCLOSURE RESEARCH FOR SUPPLEMENTAL DISCLOSURE DECLARATION (1.9).
WHARTON JN	05/24/06	2.50	CONTINUE RESEARCH RE: SUPPLEMENTAL DISCLOSURE DECLARATION (2.5).
WHARTON JN	05/25/06	0.80	CONTINUE TO RESEARCH DISCLOSURE FOR SUPPLEMENTAL DISCLOSURE DECLARATION AND REVIEW DRAFT DECLARATION (0.8).
WHARTON JN	05/26/06	1.50	CONTINUE TO REVIEW DISCLOSURE RESULTS AND PREPARE FIRST SUPPLEMENTAL DISCLOSURE DECLARATION (1.5).
WHARTON JN	05/27/06	4.70	CONTINUE TO RESEARCH DISCLOSURE FOR SUPPLEMENTAL DISCLOSURE AFFIDAVIT AND REVIEW DRAFT DISCLOSURE AFFIDAVIT (4.7).
WHARTON JN	05/28/06	3.20	CONTINUE TO RESEARCH DISCLOSURE FOR SUPPLEMENTAL DISCLOSURE AFFIDAVIT AND REVIEW DRAFT DISCLOSURE AFFIDAVIT (3.2).
WHARTON JN	05/29/06	3.60	CONTINUE TO RESEARCH DISCLOSURE FOR SUPPLEMENTAL DISCLOSURE AFFIDAVIT AND REVIEW DRAFT DISCLOSURE AFFIDAVIT (3.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	05/30/06	4.90	CONTINUE TO RESEARCH DISCLOSURE FOR SUPPLEMENTAL DISCLOSURE AFFIDAVIT AND REVIEW DRAFT DISCLOSURE AFFIDAVIT (4.9) .
WHARTON JN	05/31/06	3.20	FINISH PREPARING AND FINALIZE FOR FILING OF SUPPLEMENTAL DISCLOSURE DECLARATION OF J. BUTLER (3.2) .
		28.70	
Total Associate		202.60	
DEMMA J	05/30/06	1.90	ASSIST WITH DISCLOSURE CHECK (1.9) .
DEMMA J	05/31/06	7.40	PREPARE DOCUMENTS FOR ATTORNEY REVIEW (1.1); PREPARE EXHIBITS FOR FILING OF FIRST INTERIM FEE APPLICATION (2.1); PREPARE/FILE DOCUMENTS FOR FIRST INTERIM FEE APPLICATION (3.6); PREPARE/FILE FIRST SUPPLEMENTAL DECLARATION OF J. BUTLER IN SUPPORT OF FIRST INTERIM FEE APPLICATION (0.6) .
		9.30	
Total Legal Assistant		9.30	
TOTAL TIME		<u>244.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	4.80
In-house Reproduction	05/02/06	Copy Center, D	8.00
In-house Reproduction	05/12/06	Copy Center, D	591.56
In-house Reproduction	05/12/06	Copy Center, D	258.63
In-house Reproduction	05/26/06	Copy Center, D	70.01
		TOTAL IN-HOUSE REPRODUCTION	\$933.00
Telephone Expense	05/26/06	Telecommunications, D	0.49
Telephone Expense	05/26/06	Telecommunications, D	0.50
Telephone Expense	05/26/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$1.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	18.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$18.00
		TOTAL MATTER	\$952.00

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Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-17
CLAIMS ADMIN. (GENERAL)
338.3 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	02/08/06	1.20	CONFERENCE WITH CLIENT, FTI AND OTHERS RE: CLAIMS PROCESS, SCHEDULE AMENDMENTS, AND OTHER DIVISION OF TASKS (1.2).
LYONS JK	02/28/06	2.20	DEVELOPED STRATEGIES RE: BAR DATE AND REVIEW OF PRECEDENT RE: THE SAME (2.2).
		3.40	
Total Partner		3.40	
HERRIOTT AV	02/02/06	0.10	REVIEW CLAIMS ISSUE (0.1).
HERRIOTT AV	02/07/06	0.10	REVIEW CLAIMS ISSUE (0.1).
HERRIOTT AV	02/08/06	0.30	REVIEW AND EVALUATE CLAIMS ISSUE (0.3).
HERRIOTT AV	02/21/06	0.10	RESPOND TO CLAIMS QUESTION (0.1).
HERRIOTT AV	02/22/06	0.40	REVIEW CLAIMS FILED BY ALLEGED CREDITOR OF THE ESTATE (0.4).
		1.00	
REESE RG	02/08/06	1.70	MEETING WITH D. FIDLER, S. KIHN, J. DELUCA, T. BEHNKE, S. KING, A. FRANKUM RE: CLAIMS RELATED ISSUES (1.7).
REESE RG	02/14/06	1.20	MEETING WITH D. FIDLER, S. KIHN, J. DELUCA, T. BEHNKE, S. KING, A. FRANKUM RE: VARIOUS CLAIMS PROCESS ISSUES (1.2).
REESE RG	02/22/06	0.90	MEETING WITH D. FIDLER, S. KIHN, J. DELUCA, T. BEHNKE, S. KING RE: VARIOUS CLAIMS ISSUES (0.9).
		3.80	
ZALTZMAN H	02/24/06	2.10	REVIEW UPDATED EDITS FOR BAR DATE MOTION (1.6); REVIEW MOTIONS FILED UNDER SEAL RE: CONFIDENTIALITY PROVISIONS FOR BAR DATE PLEADINGS (0.5).
ZALTZMAN H	02/27/06	0.80	CONTINUE DRAFTING/EDITING OF BAR DATE PLEADINGS (0.8).
ZALTZMAN H	02/28/06	4.60	CONTINUE WORKING ON BAR DATE PLEADINGS (2.1); CORRESPOND TO MARK DIAMOND OF THE SDNY COURTS RE: GENERAL BAR DATE (0.2); CORRESPOND WITH DEXTER GILLIES OF THE SDNY COURT RE: GENERAL BAR DATE (0.2); REVIEW SDNY PRECEDENT RE: CONFIDENTIALITY OF PROOF OF CLAIMS (2.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		7.50	
Total Associate		12.30	
DEMMA J	02/10/06	4.20	DRAFT/UPDATE LETTERS TO VARIOUS CREDITORS RE: SHARES OF DELPHI STOCK (4.2).
DEMMA J	02/17/06	0.80	TELECONFERENCE WITH VARIOUS CREDITORS RE: STOCK (0.8).

5.00

ZSOLDOS AF	02/09/06	2.80	RESEARCH RE: OBJECTIONS IN GENTEK CASE FOR DELPHI PLEADING (1.3); REMOVAL PLEADING PRECEDENT RESEARCH IN MAJOR SDNY AND OTHER DISTRICT CASES (1.5).
ZSOLDOS AF	02/28/06	0.60	PRECEDENT RESEARCH RE: BAR DATE MOTION IN COLLINS & AIKMAN (0.6).
		3.40	

Total Legal Assistant 8.40

TOTAL TIME **24.10**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/14/06	Copy Center, D	73.73
In-house Reproduction	02/24/06	Copy Center, D	33.27
		TOTAL IN-HOUSE REPRODUCTION	\$107.00
Telephone Expense	02/24/06	Telecommunications, D	0.44
Telephone Expense	02/24/06	Telecommunications, D	0.56
		TOTAL TELEPHONE EXPENSE	\$1.00
		TOTAL MATTER	\$108.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/07/06	0.30	REVIEW BAR DATE ISSUES AND TIMETABLE (0.3).
BUTLER, JR. J	03/12/06	0.40	REVIEW BAR DATE PRESENTATION AND NEXT STEPS (0.4).
BUTLER, JR. J	03/15/06	0.30	REVIEW BAR DATE TIMETABLE AND NEXT STEPS (0.3).
		1.00	
LYONS JK	03/07/06	1.10	CONFERENCE WITH D. FIDLER AND FTI RE: PROOF OF CLAIM FORM AND CLAIMS ADMINISTRATION ISSUES AND REVIEW OF THE SAME (1.1).
LYONS JK	03/08/06	2.20	CONFERENCE WITH DELPHI CORPORATE TEAM RE: BAR DATE AND CLAIMS ADMINISTRATION MATTERS AND REVIEW OF MATERIALS RE: THE SAME (2.2).
LYONS JK	03/09/06	2.50	MEETING WITH D. FIDLER, FTI AND CORPORATE STAFF RE: BAR DATE, CLAIMS ADMINISTRATION AND OTHER MATTERS (2.5).
LYONS JK	03/13/06	2.10	INITIAL REVIEW OF BAR DATE PLEADINGS AND COMMENTS RE: THE SAME (2.1).
LYONS JK	03/14/06	2.30	REVIEW OF BAR DATE EXCLUSIONS AND PRECEDENT RE: THE SAME AND DEVELOPED STRATEGIES (2.3).
LYONS JK	03/15/06	4.20	REVIEW AND EXTENSIVE REVISIONS TO BAR DATE PLEADINGS AND DEVELOPED STRATEGIES RE: THE SAME (4.2).
LYONS JK	03/16/06	2.20	REVIEW OF BAR DATE PLEADINGS AND FOLLOW UP RE: PUBLICATION STRATEGY AND COSTS (2.2).
LYONS JK	03/23/06	3.30	REVIEW OF, AND DEVELOP STRATEGIES RE: CLAIMS ADMINISTRATION, SCHEDULE AMENDMENTS, BAR DATE ISSUES AND OTHER MATTERS (3.3).
		19.90	
MARAFIOTI KA	03/14/06	2.50	WORK ON BAR DATE MOTION (1.2) AND NOTICE OF BAR DATE (0.8); DEVELOP STRATEGY RE: BAR DATE ISSUES (0.5).
MARAFIOTI KA	03/15/06	2.10	CONTINUE REVIEW AND REVISION OF BAR DATE PLEADINGS (1.8); ANALYZE ENVIRONMENTAL CLAIM ISSUES (0.3).
MARAFIOTI KA	03/16/06	2.20	ANALYZE BAR DATE ISSUES (2.2).
MARAFIOTI KA	03/17/06	0.40	FINAL REVIEW OF BAR DATE PLEADINGS (0.4).

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MARAFIOTI KA	03/23/06	0.80	TELECONFERENCE WITH PREPETITION BANKS AND COUNSEL AND JOHN SHEEHAN RE: LABOR ISSUES (0.8).
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8.00

Total Partner		28.90	
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MATZ TJ	03/03/06	0.40	WORK ON BAR DATE NOTICE, MOTION, AND DATES FOR SAME (0.4).
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MATZ TJ	03/05/06	0.30	REVIEW BAR DATE MATERIALS (0.3).
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MATZ TJ	03/09/06	0.70	WORKING ON BAR DATE MATERIALS (0.7).
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MATZ TJ	03/10/06	0.90	WORK ON BAR DATE MATTERS AND PLEADINGS (0.9).
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MATZ TJ	03/13/06	3.10	REVIEW AND COMMENT ON BAR DATE MOTION, ORDER AND NOTICE OF BAR DATE (2.7); TELECONFERENCE WITH CHAMBERS RE: BAR DATE TIMETABLES (0.2); FOLLOW UP WORK RE: SAME (0.2).
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MATZ TJ	03/14/06	2.00	FOLLOW UP RE: CLAIMS REGISTER (0.2); REVIEWING AND WORK ON SAME (0.4); CONTINUING WORK ON BAR DATE MOTION AND ISSUES RE: STATUS OF TRUSTS AND OUTSTANDING DEBT SECURITIES (1.4).
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MATZ TJ	03/15/06	2.50	REVIEWING AND COMMENTING ON REVISED DRAFTS OF BAR DATE MOTION, ORDER AND NOTICE (1.7); FOLLOW UP WORK RE: MOTION AND PUBLICATION MATTERS (0.5); TELECONFERENCES FROM CREDITORS RE: CLAIMS (0.3).
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MATZ TJ	03/17/06	0.60	CONTINUED REVIEW AND REVISE OF BAR DATE PLEADINGS (0.6).
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MATZ TJ	03/19/06	0.30	WORKING ON SETOFF CLAIMS AND OUTSTANDING MATTERS (0.3).
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MATZ TJ	03/21/06	0.90	CONTINUE WORK RE: MOTION TO APPROVE ATTRITION PLAN (0.9).
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MATZ TJ	03/22/06	1.40	FOLLOW UP WORK RE: CORRESPONDENCE (0.2); TELECONFERENCES FROM L. WASHINGTON (0.1); 3 TELECONFERENCES RE: BAR DATE PLEADINGS (0.6); CONTINUE TO WORK ON ATTRITION PROGRAM MOTION (0.5).
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MATZ TJ	03/27/06	0.50	CORRESPONDENCE WITH B. CECOTTI RE: BAR DATE (0.2); TELECONFERENCE WITH S. THACHER RE: POSSIBLE REVISION TO BAR DATE ORDER (0.3).
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13.60

Total Counsel		13.60	
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HERRIOTT AV	03/01/06	0.60	CONFERENCE WITH D. FIDLER AND T. BEHNKE RE: CLAIMS PROCESS (0.6).
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HERRIOTT AV	03/02/06	0.10	ANSWER QUESTION RE: CLAIMS (0.1).
HERRIOTT AV	03/07/06	0.20	RESPOND TO QUESTIONS RE: CLAIMS ADMINISTRATION (0.2).
HERRIOTT AV	03/10/06	0.30	BEGIN REVIEWING CLAIMS TRADING ACTION ON DOCKET (0.3).
HERRIOTT AV	03/20/06	0.30	RESPOND TO BAR DATE AND CLAIMS QUESTION (0.3).

1.50

MEISLER RE	03/09/06	0.30	REVIEW AND ANALYZE S. CORCORAN EMAIL RE: SETTLEMENT OF CLAIMS (0.2); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1).
MEISLER RE	03/14/06	1.00	TELECONFERENCE WITH S. WACHSTEIN RE: CLAIM INQUIRIES (0.1); ATTENTION TO INQUIRIES RE: BAR DATE PLEADINGS (0.9).
MEISLER RE	03/17/06	0.10	TELECONFERENCE WITH E. FOX RE: INFORMATION REQUEST (0.1).
MEISLER RE	03/30/06	0.50	CONFERENCE WITH COUNSEL TO UAW RE: BAR DATE PLEADINGS (0.2); FOLLOW UP RE: SAME (0.3).

1.90

MICHELI MJ	03/08/06	2.00	REVIEW OF BAR DATE MOTION (0.4); BEGAN REVIEW AND REVISIONS TO BAR DATE SCRIPT (1.6).
MICHELI MJ	03/17/06	0.20	REVIEW BAR DATE MATERIALS (0.2).
		2.20	

REESE RG	03/07/06	1.70	PARTICIPATE IN MEETING RE: VARIOUS CLAIMS ISSUES WITH DELPHI AND FTI (1.1); RESPOND TO INQUIRIES MADE TO DELPHI LEGAL INFORMATION HOTLINES (0.6).
REESE RG	03/08/06	0.60	TELECONFERENCE RE: SETOFF ISSUES (0.3); REVIEW AND COMMENT ON BAR DATE PLEADINGS (0.3).
REESE RG	03/09/06	0.80	REVIEW AND COMMENT ON BAR DATE ISSUES (0.8).
REESE RG	03/14/06	1.10	REVIEW AND RESPOND TO ISSUES RE: BAR DATE PLEADINGS (1.1).
REESE RG	03/15/06	4.40	REVIEW AND RESPOND TO DRAFT BAR DATE PLEADINGS AND ISSUES RELATED THERETO (3.8); TELECONFERENCES RE: SAME (0.6).
REESE RG	03/16/06	2.20	REVIEW AND RESPOND TO PLEADINGS AND ISSUES RE: BAR DATE (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	03/17/06	0.70	RESPOND TO ISSUES RE: BAR DATE PLEADINGS (0.7) .
REESE RG	03/20/06	0.50	RESPOND TO INQUIRIES TO DELPHI LEGAL INFORMATION HOTLINE (0.5) .
REESE RG	03/22/06	1.20	REVIEW OF ISSUES RE: CLAIMANT (0.6) ; PARTICIPATE IN MEETING WITH DELPHI AND FTI RE: VARIOUS CLAIMS ISSUES (0.6) .
REESE RG	03/27/06	0.60	REVIEW REQUESTS FOR MODIFICATION TO BAR DATE ORDER (0.6) .
REESE RG	03/28/06	0.90	REVIEW REQUESTS FOR REVISIONS TO BAR DATE ORDER AND PROVIDE COMMENTS ON DOCUMENTS RELATED THERETO (0.9) .
REESE RG	03/29/06	1.00	REVIEW OF DOCUMENTS RE: HEARING ON BAR DATE MOTION (1.0) .
REESE RG	03/30/06	1.20	REVIEW PRECEDENT RE: BAR DATE ORDER ISSUES (1.2) .
		16.90	
ZALTZMAN H	03/02/06	0.80	CONTINUE REVIEW OF BAR DATE PLEADINGS (0.8) .
ZALTZMAN H	03/08/06	1.00	REVIEW BAR DATE PLEADINGS (1.0) .
ZALTZMAN H	03/09/06	1.40	EDIT BAR DATE PLEADINGS (0.4) ; REVIEW FIRST DRAFTS OF BAR DATE PLEADINGS (1.0) .
ZALTZMAN H	03/10/06	0.30	DEVELOP BAR DATE STRATEGY FOR NEXT WEEK'S POSSIBLE FILING (0.3) .
ZALTZMAN H	03/13/06	2.90	REVIEW/EDIT BAR DATE PLEADINGS (2.9) .
ZALTZMAN H	03/14/06	5.20	CONTINUE EDITING/DRAFTING BAR DATE PLEADINGS (4.1) ; CORRESPOND WITH MARK DIAMOND AND DEXTER GILLIES OF THE US BANKR COURT RE: THE BAR DATE NOTICES (0.4) ; DRAFT REGULAR NOTICE FOR BAR DATE PLEADINGS (0.5) ; CORRESPOND WITH S. CORCORAN AND K. KRAFT OF DELPHI RE: BAR DATE PLEADINGS (0.2) .
ZALTZMAN H	03/15/06	6.50	CORRESPOND WITH M. DIAMOND OF THE US BANKR COURT RE: BAR DATE NOTICE (0.3) ; CORRESPOND WITH D. GILLIES OF THE US BANKR COURT RE: BAR DATE NOTICE (0.1) ; EDIT BAR DATE NOTICE (0.3) ; CORRESPOND WITH E. GERSHBEIN AND J. LE OF KCC RE: BAR DATE NOTICE (0.4) ; REVIEW/EDIT BAR DATE PLEADINGS (5.2) ; CORRESPOND WITH A. FRANKUM OF FTI RE: BAR DATE NOTICE (0.1) ; CORRESPOND WITH K. CRAFT RE: BAR DATE PLEADINGS (0.1) .

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ZALTZMAN H	03/16/06	6.30	CORRESPOND WITH A. FRANKUM OF FTI RE: BAR DATE NOTICE (0.4); CONTINUE EDITING/DRAFTING BAR DATE PLEADINGS (5.1); CORRESPOND WITH K. CRAFT OF DELPHI RE: BAR DATE PLEADINGS (0.3); CORRESPOND WITH M. DIAMOND OF THE US BANKR COURT RE: BAR DATE NOTICE (0.2); CORRESPOND WITH E. GERSHBEIN OF KCC RE: BAR DATE NOTICE (0.1); CORRESPOND WITH S. CORCORAN & K. CRAFT OF DELPHI RE: BAR DATE PLEADINGS (0.2).
ZALTZMAN H	03/17/06	5.50	FINAL REVIEW OF BAR DATE PLEADINGS PRE-FILING (5.0); CORRESPOND WITH ADRIAN FRANKUM OF FTI RE: BAR DATE NOTICE THROUGHOUT DAY (0.5).
ZALTZMAN H	03/21/06	0.50	REVIEW BAR DATE SERVICE (0.4) CORRESPOND WITH T. BEHNKE OF FTI RE: BAR DATE PLEADINGS (0.1).
ZALTZMAN H	03/23/06	1.70	REVIEW POSSIBLE SETTLEMENTS NEGOTIATED BY CROWELL AND MORING ON BEHALF OF DELPHI AND WHETHER THE "ORDINARY COURSE OF BUSINESS" IS STANDARD IS MET (1.7).
ZALTZMAN H	03/27/06	1.00	DRAFT BAR DATE SCRIPT (1.0).
ZALTZMAN H	03/28/06	3.90	REVIEW UAW BAR DATE PROPOSED LANGUAGE AND RESEARCH OTHER PRECEDENTS FOR SIMILAR LANGUAGE (1.3); CONTINUE DRAFTING BAR DATE SCRIPT (1.9); REVIEW PREPETITION LENDERS' PROPOSED CHANGE TO BAR DATE (0.4); INCORPORATE PROPOSED CHANGES FROM PREPETITION LENDERS AND UAW INTO BAR DATE SCRIPT (0.3).
ZALTZMAN H	03/29/06	2.20	REVIEW/EDIT BAR DATE SCRIPT (2.2).
		39.20	
Total Associate		61.70	
DEMMA J	03/10/06	1.70	PREPARE CLAIMS ANALYSIS CHART FOR ATTORNEY REVIEW (1.7).
DEMMA J	03/20/06	0.40	PREPARE CLAIMS ANALYST REPORT (0.4).
DEMMA J	03/27/06	0.60	PREPARE RELEVANT CORRESPONDENCE RE: LAFONZA WASHINGTON FOR FILES (0.6).
DEMMA J	03/29/06	0.60	PREPARE PRECEDENT RE: BAR DATE (0.6).
DEMMA J	03/30/06	1.70	PREPARE PROOF OF CLAIMS TO BE SENT TO KURTZMAN CARSON CONSULTANTS (1.1); TELECONFERENCE WITH VARIOUS CREDITORS (0.6).
DEMMA J	03/31/06	0.60	UPDATE CLAIMS ANALYSIS CHART (0.6).
		5.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	03/06/06	0.20	SEND KCC COPIES OF PROOFS OF CLAIM RECEIVED (0.2).
SALAZAR AG	03/13/06	0.50	COLLECT PROOFS OF AND SUBMIT FOR UPLOAD IN DATABASE (0.5).
SALAZAR AG	03/14/06	0.20	SEND PROOFS OF CLAIM TO KCC FOR PROCESSING (0.2).
SALAZAR AG	03/17/06	5.00	REVIEW RECENT BAR DATE PLEADINGS (0.5); SEND PROOF OF CLAIM FORMS TO KCC FOR PROCESSING (0.5); PREPARE AND ELECTRONICALLY FILE BAR DATE PLEADINGS (3.5); PREPARE COURTESY COPIES AND COURIER TO APPROPRIATE PARTIES (0.5).
		5.90	
Total Legal Assistant		11.50	
TOTAL TIME		<u>115.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/14/06	Copy Center, D	12.19
In-house Reproduction	03/24/06	Copy Center, D	4.81
TOTAL IN-HOUSE REPRODUCTION			\$17.00
Telephone Expense	03/31/06	Telecommunications, D	3.74
Telephone Expense	03/31/06	Telecommunications, D	4.16
Telephone Expense	03/31/06	Telecommunications, D	0.08
Telephone Expense	03/31/06	Telecommunications, D	0.02
TOTAL TELEPHONE EXPENSE			\$8.00
TOTAL MATTER			\$25.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/01/06	0.30	CONTINUE TO REVIEW UAW AND CREDITORS' COMMITTEE COMMENTS TO FORM OF BAR DATE ORDER (0.3).
BUTLER, JR. J	04/02/06	0.40	CONTINUE TO CONSIDER CREDITORS' COMMITTEE COMMENTS TO FORM OF BAR DATE ORDER (0.2); EMAILS FROM/TO M. BROUDE RE: BAR DATE COMMENTS (0.2).
BUTLER, JR. J	04/04/06	0.40	CONTINUE TO REVIEW COMMENTS TO FORM OF BAR DATE ORDER INCLUDING NEW PROVISION REGARDING MASTER PROOFS OF CLAIMS (0.4).
BUTLER, JR. J	04/06/06	0.90	PREPARE FOR (0.3) AND PARTICIPATE IN (0.6) MEETING WITH J. SHEEHAN AND OTHERS AT COMPANY IN TROY RE: CLAIMS ADMINISTRATION MATTERS.
		2.00	
LYONS JK	04/03/06	1.50	REVIEW OF BAR DATE OBJECTIONS, TELECONFERENCES WITH UAW COUNSEL AND RESOLUTION OF ISSUES (1.5).
LYONS JK	04/06/06	2.20	STRATEGY CALL RE: CLAIMS ADMINISTRATION ISSUES, SCHEDULE AMENDMENTS AND PREPARATION RE: THE SAME (2.2).
LYONS JK	04/11/06	3.30	CONFERENCE RE: BAR DATE ISSUES, SCHEDULES AMENDMENTS, MEETING WITH J. SHEEHAN, AND DEVELOPMENT OF STRATEGIES (3.3).
LYONS JK	04/12/06	2.30	EXTENSIVE MARK UP TO EMPLOYEE COMMUNICATIONS MATERIALS RE: POC AND CONFERENCES WITH CLIENT RE: THE SAME (2.3).
LYONS JK	04/13/06	2.70	EXTENSIVE REVISIONS TO POC EMPLOYEE MATERIALS (2.7).
LYONS JK	04/17/06	2.20	REVIEW OF WIRE TRANSFER APPLICATION MEMO AND REVISIONS RE: THE SAME (2.2).
LYONS JK	04/19/06	1.10	MEETING RE: CLAIMS PROCESS AND WIRE TRANSFER APPLICATION METHODOLOGY (1.1).
		15.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/11/06	0.20	ANALYZE BAR DATE ISSUES (0.2).
MARAFIOTI KA	04/12/06	1.10	WORK ON PROOF OF CLAIM QS & AS (0.7); REVIEW AND REVISE FLEXTRONICS AND STIPULATION AND CORRESPONDENCE RE: SAME (0.4).
		1.30	
Total Partner		18.60	
MATZ TJ	04/03/06	0.40	FOLLOW UP WORK RE: BAR DATE ORDER (0.4).
MATZ TJ	04/04/06	1.20	CONTINUING WORK ON POSSIBLE REVISIONS TO BAR DATE ORDER (0.9); TELECONFERENCE WITH CHAMBERS RE: BAR DATE AND KEY DATES (0.3).
MATZ TJ	04/10/06	0.60	FOLLOW UP RE: BAR DATE ORDER AMENDMENT RE: GM AND UCC (0.3); FINAL REVIEW AND FORWARDING SAME TO CHAMBERS (0.3).
MATZ TJ	04/12/06	0.70	TELECONFERENCE FROM CHAMBERS RE: EDITS TO BAR DATE ORDER, NOTICE (0.2); REVISE ORDER, NOTICE AS PER CHAMBERS' COMMENTS FOR SERVICE (0.3); ADVISE RE: SERVICE AND NOTICE PROCEDURES (0.2).
MATZ TJ	04/18/06	0.20	TELECONFERENCE FORM VIKING GLOBAL INVESTORS RE: BAR DATE (0.2).
		3.10	
Total Counsel		3.10	
DIAZ LB	04/26/06	0.20	ADDRESS DELPHI HOTLINE CALLS RE: CLAIM FORMS FOR BAR DATE (0.2).
DIAZ LB	04/27/06	3.00	STRATEGY MEETING RE: HANDLING OF PROOF OF CLAIM RELATED CALLS (0.9); REVIEW RELEVANT MATERIALS, SUCH AS BAR NOTICE AND PRESS RELEASES, IN PREPARATION OF RETURNING PROOF OF CLAIM CALLS (2.1).
DIAZ LB	04/28/06	1.30	RETURN CALLS FROM DELPHI INFORMATION LINE RE: PROOF OF CLAIMS (1.3).
		4.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/04/06	0.20	CONFERENCE WITH T. MADISON RE: CLAIMS QUESTION (0.2).
HERRIOTT AV	04/11/06	0.30	RESPOND TO CLAIMS ISSUE (0.1); DRAFT RESPONSE LETTER TO SHAREHOLDER (0.2).
HERRIOTT AV	04/12/06	1.60	REVIEW PROOF OF PUBLICATION NOTICE FOR BAR DATE (0.7); RESPOND TO UCC QUESTIONS RE: CLAIMS (0.4); RESPOND TO HOTLINE QUESTIONS RE: CLAIMS (0.5).
HERRIOTT AV	04/13/06	0.50	RESPOND TO HOTLINE QUESTIONS RE: CLAIMS (0.5).
HERRIOTT AV	04/17/06	1.30	REVIEW PROOF OF CLAIM FORM FOR DISTRIBUTION (1.3).
HERRIOTT AV	04/19/06	1.20	REVIEW SAMPLE PROOFS OF CLAIM FOR MAILING (0.4); BEGIN DRAFTING LETTER RESPONDING TO QUESTION RE: CLAIMS (0.6); RESPOND TO QUESTION RE: SCHEDULED CLAIMS (0.2).
HERRIOTT AV	04/20/06	0.20	RESPOND TO LETTER RE: CLAIMS (0.2).
HERRIOTT AV	04/24/06	0.60	REVIEW PROOF OF CLAIM FORMS SENT TO PARTIES (0.3); RESPOND TO QUESTION RE: CLAIMS (0.3).
HERRIOTT AV	04/25/06	0.90	RESPOND TO QUESTION FROM CLAIMHOLDERS (0.9).
HERRIOTT AV	04/26/06	1.10	RESPOND TO HOTLINE CALLS RE: CLAIMS AND PROOFS OF CLAIM (1.1).
HERRIOTT AV	04/27/06	2.40	PARTICIPATE IN MEETING RE: PROOF OF CLAIM PROCESS AND FORMULATING STRATEGY TO RESPOND TO PROOFS OF CLAIM (1.4); REVIEW AND RESPOND TO CLAIMS QUESTION FROM D. BORDERS (1.0).
		10.30	
MEISLER RE	04/02/06	0.50	REVIEW BAR DATE PLEADINGS (0.5).
MEISLER RE	04/11/06	0.50	TELECONFERENCE WITH J. WHARTON RE: SETTLEMENT PROCEDURES (0.2); ATTENTION TO SAME (0.3).
MEISLER RE	04/14/06	1.00	REVIEW AND ANALYZE SETTLEMENT PROCEDURES (1.0).
MEISLER RE	04/21/06	0.30	TELECONFERENCE WITH S. CORCORAN RE: CLAIMS (0.3).
MEISLER RE	04/25/06	0.50	CONFERENCE WITH M. MCGUIRE: RE: CLAIMS (0.2); FOLLOW UP RE: SAME (0.1); RESPOND TO OTHER CLAIM RELATED INQUIRIES (0.2).
MEISLER RE	04/28/06	0.30	TELECONFERENCE WITH D. SHERBIN RE: CLAIMS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/29/06	0.40	RESPOND TO D. SHERBIN REQUEST RE: CLAIMS (0.4).
		3.50	
REESE RG	04/06/06	0.80	PREPARATIONS FOR HEARING ON BAR DATE MOTION (0.8).
REESE RG	04/09/06	0.20	RESPOND TO QUESTIONS RE: CLAIMS FILING (0.2).
REESE RG	04/10/06	0.70	RESPOND TO QUESTIONS RE: BAR DATE ORDER AND NOTICING (0.7).
REESE RG	04/11/06	2.30	PARTICIPATE IN CONFERENCE CALLS RE: PROOF OF CLAIM ISSUES (1.1); RESPOND TO ISSUES RAISED RE: NOTICING ISSUES (0.7); REVISE COMMUNICATIONS MATERIALS RE: SAME (0.5).
REESE RG	04/12/06	3.70	REVIEW AND RESPOND TO ISSUES RE: BAR DATE NOTICING (2.6); TELECONFERENCE WITH J. LE RE: SAME (0.2); REVISE COMMUNICATIONS MATERIALS RE: SAME (0.9).
REESE RG	04/13/06	1.00	RESPOND TO ISSUES RE: NOTICING OF BAR DATE AND PROOFS OF CLAIM (0.4); REVISE COMMUNICATIONS MATERIALS RE: SAME (0.6).
REESE RG	04/14/06	0.40	RESPOND TO ISSUES RE: NOTICE OF BAR DATE (0.4).
REESE RG	04/18/06	0.50	RESPOND TO ISSUES RE: MAILING OF NOTICE OF BAR DATE AND CLAIM FORMS (0.5).
REESE RG	04/19/06	6.90	REVIEW AND REVISE COMMUNICATION MATERIALS (0.3); TELECONFERENCES WITH D. PETTYES RE: SAME (0.4); REVIEW AND RESPOND TO NUMEROUS ISSUES RE: SERVICE OF NOTICES OF BAR DATE AND PROOFS OF CLAIM (4.1); NUMEROUS TELECONFERENCES WITH J. LE, S. BETANCE, AND T. BEHNKE RE: SAME (1.4); PARTICIPATE IN GENERAL CLAIMS ISSUES MEETING WITH D. FIDLER, J. DELUCA, T. BEHNKE AND A. FRANKUM (0.7).
REESE RG	04/20/06	1.60	RESPOND TO COMMUNICATIONS ISSUES RE: BAR DATE NOTICE (0.6); RESPOND TO VARIOUS ISSUES RE: SERVICE OF NOTICE OF BAR DATE (1.0).
REESE RG	04/24/06	2.20	DRAFT LETTERS RE: RESPONSES TO PROOF OF CLAIM ISSUES (1.0); RESEARCH RE: ISSUES RE: SAME (0.8); TELECONFERENCES RE: SAME (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	04/26/06	0.60	REVIEW AND RESPOND TO ISSUES RE: COMMUNICATIONS RE: BAR DATE NOTICE (0.4); RESPOND TO REQUEST TO COURT FOR CLAIM INFORMATION (0.2).
REESE RG	04/27/06	0.30	REVIEW AND RESPOND TO ISSUE RE: NOTICE OF BAR DATE (0.3).
REESE RG	04/28/06	0.60	REVIEW AND RESPOND TO ISSUES RE: PROOF OF CLAIM AND BAR DATE NOTICING (0.6).
		21.80	
ZALTZMAN H	04/12/06	0.10	REVIEW BAR DATE MOTION EXHIBIT LIST (0.1).
ZALTZMAN H	04/24/06	0.20	SPEAK WITH J. FINK OF MFG RE: BAR DATE NOTICE (0.2); RESPOND TO INFORMATION REQUEST BY UCC RE: ELECTRICAL CARBON 9019 MOTION (0.2).
ZALTZMAN H	04/26/06	1.90	CORRESPOND WITH E. GERSHBEIN AND J. LE RE: LITIGATION PARTIES LIST (0.2); DRAFT EMAIL RE: LITIGATION PARTY LIST (0.4); CORRESPOND WITH T. BEHNKE OF FTI RE: LITIGATION LISTS (0.3); REVIEW LITIGATION PARTIES LIST RE: REMOVAL (1.0).

2.20

ZAMBRANO K	04/27/06	1.00	REVIEW PROOF OF CLAIM RE: INPLAY (0.3) AND CONTACT R. SMOLEV RE: DISCUSSIONS RE: INPLAY'S PROOF OF CLAIM (0.2); REVIEW ISSUES RE: H.E. SERVICES' PROOF OF CLAIM (0.5)
		1.00	

Total Associate

43.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	04/06/06	1.90	PREPARE PROOFS OF CLAIM TO SEND TO KURTZMAN CARSON CONSULTANTS (0.6); TELECONFERENCE WITH TURTLE AND HUGHES RE: PROOF OF CLAIM (0.6); PREPARE DOCUMENTS FOR ATTORNEY REVIEW (0.7).
DEMMA J	04/07/06	0.60	UPDATE CLAIMS ANALYSIS REPORT FOR WEEK ENDING APRIL 7, 2006 (0.6).
DEMMA J	04/13/06	0.60	TELECONFERENCE WITH VARIOUS CREDITORS (0.6).
DEMMA J	04/14/06	0.60	UPDATE CLAIMS ANALYSIS CHART (0.6).
DEMMA J	04/24/06	0.60	TELECONFERENCE WITH VARIOUS CREDITORS (0.6).
DEMMA J	04/26/06	0.40	UPDATE CLAIMS ANALYSIS CHART (0.4).
		4.70	
SALAZAR AG	04/04/06	2.00	SEARCH COURT WEBSITE FOR BAR DATE INFORMATION (0.5); RUN BLACKLINE OF BAR DATE ORDER TO STANDARD COURT FORM (1.5).
SALAZAR AG	04/10/06	1.30	CONTACT ASSOCIATE RE: BAR DATE TO SEND TO CHAMBERS (0.4); REVIEW FEE COMMITTEE PROPOSED ORDER AND MAKE CHANGES, CIRCULATING BLACKLINES (0.9).
SALAZAR AG	04/11/06	0.50	PREPARE BAR DATE PROPOSED ORDER AND SEND TO CHAMBERS (0.5).
SALAZAR AG	04/12/06	0.20	REVIEW FORM OF BAR DATE TO FINALIZE FOR COURT APPROVAL (0.2).
SALAZAR AG	04/17/06	0.30	RESPOND TO REQUESTS FOR BAR DATE ORDER (0.3).
SALAZAR AG	04/26/06	0.50	TELECONFERENCE TO KCC TO ANSWER INQUIRY ON CLAIM (0.3); DISTRIBUTE DOCUMENTS AS REQUESTED (0.2).
SALAZAR AG	04/27/06	0.80	RESPOND TO INQUIRY ON CLAIMS (0.1); TELECONFERENCE WITH KCC RE: SERVICE OF DOCUMENTS (0.7).
		5.60	
Total Legal Assistant		10.30	
TOTAL TIME		<u>75.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/14/06	Copy Center, D	16.00
		TOTAL IN-HOUSE REPRODUCTION	\$16.00
Telephone Expense	04/28/06	Telecommunications, D	1.28
Telephone Expense	04/28/06	Telecommunications, D	1.69
Telephone Expense	04/28/06	Telecommunications, D	0.03
		TOTAL TELEPHONE EXPENSE	\$3.00
Westlaw	04/11/06	Wharton JN	351.33
Westlaw	04/17/06	Reese RG	27.67
		TOTAL WESTLAW	\$379.00
Messengers/ Courier	04/20/06	Dist Serv/Mail/Page, D	6.00
		TOTAL MESSENGERS/ COURIER	\$6.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	24.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$24.00
		TOTAL MATTER	\$428.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (General)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/18/06	0.20	REVIEW PBGC CLAIMS STIPULATION MATTERS (0.2).
BUTLER, JR. J	05/19/06	0.20	EMAILS FROM/TO J. SHEEHAN RE: JUNE 8TH LAW DEBENTURE MEETING IN NEW YORK CITY AND FOLLOW-UP ON SAME (0.2).
BUTLER, JR. J	05/25/06	0.20	FOLLOW-UP ON LAW DEBENTURE MEETING FOR JUNE 8TH IN NEW YORK CITY (0.2).
BUTLER, JR. J	05/27/06	0.50	CONTINUE TO EVALUATE PROPOSED MOTION RE: CLAIMS SETTLEMENT PROCEDURES (0.4); EMAIL TO/FROM B. ROSENBERG RE: TIMING OF FILING AND UCC REVIEW AND CONSENT (0.1).
		1.10	
LYONS JK	05/02/06	1.50	REVIEW AND ADVICE RE: BAR DATE NOTICE AND INTERNATIONAL EMPLOYEES/OPTIONHOLDERS (1.5).
LYONS JK	05/17/06	0.60	REVIEW OF CLAIM FORM ISSUES AND NOTICES TO OVERSEAS EMPLOYEES (0.6).
		2.10	
MARAFIOTI KA	05/02/06	0.30	TELECONFERENCE FROM LA FONZA EARL WASHINGTON RE: HIS ALLEGED CLAIMS (0.3).
MARAFIOTI KA	05/25/06	1.10	WORK ON SETTLEMENT PROCEDURES MOTION (0.8); WORK ON SETTLEMENT PROCEDURES ORDER (0.3).
MARAFIOTI KA	05/30/06	0.10	CORRESPONDENCE RE: CLAIMS TRANSFER OBJECTIONS (0.1).
		1.50	
Total Partner		4.70	
MATZ TJ	05/16/06	0.80	TELECONFERENCE FROM CHAMBERS RE: WASHINGTON CLAIM (0.2); CONFIRMATION RE: SAME (0.1); CORRESPONDENCE WITH S. CORCORAN RE: POSSIBLE VENTURE HOLDINGS CHAPTER 7 CLAIM (0.2); REVIEWING SAME (0.3).
MATZ TJ	05/31/06	0.40	TELECONFERENCE WITH T. COHEN RE: CLAIM, INSURANCE (0.2); CORRESPONDENCE TO T. COHEN RE: SAME (0.2).
		1.20	
Total Counsel		1.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	05/22/06	0.60	TELECONFERENCE FROM C. HITCHCOCK RE: CLAIM ISSUE AND RELATED FOLLOW-UP WITH KGC (0.6).
DANZ CE	05/24/06	0.40	COMMUNICATION WITH C. HITCHCOCK RE: CLAIM (0.4).
		1.00	

DIAZ LB	05/02/06	0.40	RESPONDED TO CALLERS FROM DELPHI INFORMATION PHONE LINE RE: BAR DATE (0.4).
DIAZ LB	05/03/06	1.60	RESPONDED TO INQUIRES MADE ON THE DELPHI INFORMATION LINE (1.6).
DIAZ LB	05/04/06	0.70	RESPONDED TO DELPHI INFORMATION LINE CALLS (0.7).
DIAZ LB	05/05/06	0.40	RESPONDED TO CALLS FROM DELPHI INFORMATION LINE (0.4).
DIAZ LB	05/08/06	0.70	RESPONDED TO DELPHI INFORMATION LINE CALLS (0.7).
DIAZ LB	05/09/06	0.70	RESPONDED TO CALLS FROM THE DELPHI INFORMATION LINE (0.7).
DIAZ LB	05/10/06	0.70	RESPONDED TO CALLS FROM DELPHI INFORMATION LINE (0.7).
DIAZ LB	05/11/06	0.60	RESPONDED TO TELECONFERENCE TO DELPHI INFORMATION LINE (0.6).
DIAZ LB	05/15/06	1.30	RESPONDED TO DELPHI INFORMATION LINE CALLS (1.3).
DIAZ LB	05/16/06	0.70	RESPONDED TO CALLS FROM DELPHI INFORMATION LINE (0.7).
DIAZ LB	05/17/06	0.40	RESPONDED TO CALLS FROM DELPHI INFORMATION LINE (0.4).
DIAZ LB	05/22/06	0.60	RESPONDED TO TELECONFERENCE FROM DELPHI INFORMATION LINE (0.6).
DIAZ LB	05/24/06	1.20	RESPONDED TO CALLS FROM DELPHI INFORMATION LINE (1.2).
DIAZ LB	05/25/06	0.40	RESPONDED TO TELECONFERENCE FROM DELPHI INFORMATION LINE (0.4).
DIAZ LB	05/31/06	0.60	RESPONDED TO CALLS FROM DELPHI INFORMATION LINE (0.6).

11.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	05/18/06	0.90	REVIEWED AND REVISED SETTLEMENT PROCEDURES MOTION (0.9).
FERN BM	05/19/06	1.10	REVISED SETTLEMENT PROCEDURE MOTION (1.1).
FERN BM	05/23/06	3.80	REVIEWED AND REVISED SETTLEMENT PROCEDURE MOTION (3.8).
FERN BM	05/24/06	2.00	REVIEWED PBGC'S CONSOLIDATED CLAIM MOTION (0.3); ATTENTION TO DOCUMENTS RE: IMPLEMENTATION OF SETTLEMENT PROCEDURES (0.7); REVISED SETTLEMENT PROCEDURES (1.0).
FERN BM	05/25/06	4.00	DRAFTED NOTICE RE: SETTLEMENT PROCEDURE MOTION (0.3); REVIEWED AND REVISED SETTLEMENT PROCEDURE MOTION (2.2); REVIEWED PRECEDENT RE: SETTLEMENT PROCEDURES (1.5).
FERN BM	05/26/06	1.40	REVISED SETTLEMENT PROCEDURE MOTION (1.4).
FERN BM	05/30/06	0.70	REVIEWED DOCUMENTS RE: D&O CLAIMS (0.7).
FERN BM	05/31/06	0.90	REVISED SETTLEMENT PROCEDURES (0.4); ATTENTION TO INFORMATION SHARING COMPONENT OF SETTLEMENT PROCEDURES (0.5).
		14.80	
HERRIOTT AV	05/02/06	0.10	RESPOND TO QUESTION RE: PROOF OF CLAIM (0.1).
HERRIOTT AV	05/04/06	0.40	REVIEW PROOF OF CLAIMS QUESTIONS (0.4).
HERRIOTT AV	05/09/06	0.40	RESPOND TO QUESTION RE: PROOFS OF CLAIM (0.2); REVIEW CHART OF CLAIMS FILED (0.2).
HERRIOTT AV	05/10/06	0.70	REVIEW AND RESPOND TO MISCELLANEOUS CLAIMS ISSUES AND QUESTIONS (0.7).
HERRIOTT AV	05/11/06	0.30	RESPOND TO MISCELLANEOUS CLAIMS ISSUES (0.3).
HERRIOTT AV	05/12/06	2.80	ADDRESS CLAIMS ISSUE OF PBR KNOXVILLE (0.9); REVIEW AND RESPOND TO MISCELLANEOUS CLAIMS ISSUES (1.9).
HERRIOTT AV	05/15/06	1.50	REVIEW CLAIMS ISSUES AND BEGIN DEVELOPING CLAIMS RECONCILIATION STRATEGY (1.5).
HERRIOTT AV	05/16/06	1.00	REVIEW AND RESPOND TO CLAIMS QUESTION FROM CLIENT (0.9); REVIEW BAR DATE NOTICE (0.1).
HERRIOTT AV	05/17/06	0.20	RESPOND TO CLAIMS QUESTION (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	05/18/06	0.70	REVIEW PBR CLAIMS ISSUE (0.2); REVIEW AND RESPOND TO MISCELLANEOUS CLAIMS QUESTIONS IN PREPARATION FOR MEETINGS (0.5).
HERRIOTT AV	05/19/06	0.10	REVIEW MATERIALS FOR CLAIMS MEETING (0.1).
HERRIOTT AV	05/22/06	5.00	ATTEND MEETING WITH D. UNRUE, J. DELUCA, T. BEHNKE AND OTHER CLAIMS WORKING GROUP MEMBERS TO REVIEW AND REVIEW MATERIALS FOR CLAIMS RECONCILIATION TRAINING AND DEVELOP STRATEGY FOR MEETINGS GOING FORWARD (4.1); PREPARE TALKING POINTS FOR PRESENTATION RE: SAME (0.9).
HERRIOTT AV	05/23/06	7.20	ATTEND AND PARTICIPATE IN TRAINING EMPLOYEES AND CONTRACT EMPLOYEES FOR CLAIMS RECONCILIATION PROCESS (7.2).
HERRIOTT AV	05/24/06	8.90	CONTINUE ASSISTING IN PLANNING AND ATTENDING TRAINING SESSIONS FOR CLAIMS RECONCILIATION TEAMS (8.9).
HERRIOTT AV	05/25/06	1.40	ATTEND AND PARTICIPATE IN CLAIMS RECONCILIATION TRAINING QUESTION AND ANSWER SESSION (1.4).
HERRIOTT AV	05/31/06	0.30	ADDRESS MISCELLANEOUS CLAIMS ISSUES IN LIFT STAY PROCEDURES (0.3).
		31.00	
MEISLER RE	05/01/06	0.30	TELECONFERENCE WITH S. CORCORAN RE: LITIGATION SETTLEMENT INQUIRIES (0.3).
MEISLER RE	05/05/06	0.50	RESPOND TO INQUIRIES RE: CLAIMS (0.3); ATTENTION TO EMPLOYEE CLAIM (0.2).
MEISLER RE	05/09/06	0.50	REVIEW REQUEST BY PBR RE: CLAIMS (0.5).
MEISLER RE	05/10/06	0.90	CONTINUE TO REVIEW REQUEST BY PBR RE: CLAIMS (0.7); TELECONFERENCE WITH T. LEWIS RE: SAME (0.2).
MEISLER RE	05/11/06	0.40	CONTINUE ATTENTION TO REQUEST BY PBR RE: CLAIMS (0.4).
MEISLER RE	05/12/06	1.10	CONTINUED ATTENTION TO PBR REQUEST AND IMPLICATIONS RE: SAME (0.4); TELECONFERENCE WITH T. LEWIS RE: SAME (0.2); TELECONFERENCE WITH D. KAY RE: SAME (0.3); REVIEW T. LEWIS RECUSAL EMAIL RE: SAME (0.1); CONFERENCE WITH S. TOUSSI RE: 9019 SETTLEMENTS (0.1).
MEISLER RE	05/16/06	0.30	REVIEW SETTLEMENT PROCEDURES (0.3).
MEISLER RE	05/23/06	1.20	REVIEW AND COMMENT ON MOTION RE: SETTLEMENT PROCEDURES (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/25/06	0.50	TELECONFERENCE WITH K. CRAFT RE: XM SETTLEMENT (0.1); CONFERENCE WITH H. BAER RE: SETTLEMENT PROCEDURES (0.2); WORKED ON SAME (0.2).
MEISLER RE	05/29/06	1.90	REVIEWED 9019 SETTLEMENT IN PREPARATION FOR 5/30 HEARING (1.1); INTERNAL CONFERENCE RE: SAME (0.6); TELECONFERENCE WITH S. TOUSSI RE: XM SETTLEMENT (0.2).
MEISLER RE	05/31/06	0.30	REVIEW SETTLEMENT PROCEDURES MOTION (0.3).
		7.90	
REESE RG	05/02/06	0.60	REVIEW AND RESPOND TO INQUIRIES RE: BAR DATE NOTICING (0.6).
REESE RG	05/03/06	2.00	PARTICIPATE IN CLAIMS-RELATED MEETING WITH T. BEHNKE, D. FIDLER AND OTHERS (1.2); RESPOND TO VARIOUS EMAILS FROM DELPHI, FTI AND OTHERS RE: CLAIMS AND BAR DATE ISSUES (0.8).
REESE RG	05/04/06	2.40	MEETING RE: CLAIMS RECONCILIATION PROCESS (1.1); RESPOND TO VARIOUS QUESTIONS RE: CLAIMS AND BAR DATE NOTICING (1.3).
REESE RG	05/08/06	6.80	MEETINGS WITH DELPHI AND FTI RE: CLAIMS RECONCILIATION PROCESS (6.8).
REESE RG	05/09/06	4.40	MEETINGS WITH DELPHI AND FTI RE: CLAIMS RECONCILIATION PROCESS (3.7); REVIEW AND RESPOND TO ISSUES RE: FILED AND SCHEDULED CLAIMS (0.7).
REESE RG	05/10/06	0.80	RESPOND TO CLAIMS-RELATED ISSUES (0.8).
REESE RG	05/16/06	1.30	REVIEW AND RESPOND TO QUESTIONS RE: NOTICE OF BAR DATE (1.3).
REESE RG	05/19/06	0.90	REVIEW OF CLAIMS AND BAR DATE ISSUES (0.9).
REESE RG	05/22/06	5.50	MEETINGS RE: CLAIMS RECONCILIATION PROCESS (4.1); PREPARE DOCUMENTS RE: SAME (0.9); REVIEW AND REVISE PRESENTATION MATERIALS RE: SAME (0.5).
REESE RG	05/23/06	7.20	MEETINGS RE: CLAIMS RECONCILIATION PROCESS (7.2).
REESE RG	05/24/06	6.80	MEETINGS RE: CLAIMS RECONCILIATION PROCESS (6.8).
REESE RG	05/25/06	1.40	MEETINGS RE: CLAIMS RECONCILIATION (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	05/30/06	0.70	REVIEW OF INFORMATION RE: SETTLEMENT AND LIFT STAY PROCEDURES IN PREPARATION FOR MEETINGS WITH CLIENT (0.7).
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REESE RG	05/31/06	2.90	MEETING WITH J. DELUCA, D. UNRUE AND D. PETTYES RE: HR-RELATED CLAIMS PROCESSING ISSUES (1.0); MEETING WITH J. DELUCA, D. UNRUE AND J. PAPELIAN RE: LEGAL-RELATED CLAIMS PROCESSING ISSUES (0.6); PREPARATION RE: SAME (0.9); REVIEW AND COMMENT ON DRAFT LIFT STAY AND SETTLEMENT PROCEDURES (0.4).
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43.70

WHARTON JN	05/01/06	0.70	CONTINUE TO REVISE MOTION FOR AUTHORITY TO ESTABLISH SETTLEMENT PROCEDURES (0.7).
WHARTON JN	05/15/06	0.40	CONTINUE WORK ON MOTION TO APPROVE DE MINIMIS SETTLEMENT PROCEDURES (0.4)
		1.10	

Total Associate		110.50	
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DEMMA J	05/04/06	1.10	PREPARE LETTERS TO VARIOUS CREDITORS RE: RESUBMISSION OF PROOF OF CLAIM FORMS (1.1).
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DEMMA J	05/05/06	3.00	UPDATE CLAIMS TRADING ANALYSIS CHART (1.6); PREPARE LETTERS TO VARIOUS CREDITORS RE: RESUBMISSION OF PROOF OF CLAIM FORMS (1.4).
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DEMMA J	05/09/06	1.20	PREPARE LETTERS FOR MIS-SENT PROOF OF CLAIM FORM (1.2).
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DEMMA J	05/10/06	1.10	PREPARE LETTERS RE: MIS-SENT PROOF OF CLAIM FORMS (1.1).
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DEMMA J	05/12/06	2.30	PREPARE MATERIALS FOR ATTORNEY REVIEW (2.3).
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DEMMA J	05/22/06	1.10	PREPARE LETTER RE: MIS-SENT PROOF OF CLAIM FORM (1.1).
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DEMMA J	05/26/06	1.10	UPDATE CLAIMS ANALYSIS TRACKING CHART (1.1).
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10.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/01/06	0.70	REVIEW, FORWARD NATIONAL LEAD INDUSTRIES' RETURNED BAR DATE NOTICE, PROOF OF CLAIM FORM TO KCC RE: SECURING ADDITIONAL SERVICE INFORMATION RE: SAME (0.3); RESEARCH RE: COMPANY LOCATION, NAME STATUS RE: SAME (0.3); TELECONFERENCE WITH KCC RE: SAME (0.1).
ROSEN R	05/09/06	1.10	INVESTIGATION, RESEARCH, REVIEW SCHEDULES OF ASSETS AND LIABILITIES RE: CREDITORS' STATUS AND CLAIMS AMOUNTS (0.9); PREPARE, FORWARD REPORT TO REQUESTING TEAM ATTORNEYS RE: SAME (0.2).
ROSEN R	05/10/06	0.70	REVIEW CLAIMS DATABASE, COMPILATION OF INFORMATION, PREPARATION OF CLAIMS REPORTS WITH E. GERSHBEIN, KCC (0.7).
ROSEN R	05/23/06	1.20	WORK WITH ATTORNEYS RE: SECURING 9019 HEARING BINDER DOCUMENTS, DRAFT ORDERS (1.2).
ROSEN R	05/25/06	0.90	COMPILE, PREPARE DENSO DOCUMENTS FOR 5/30 OMNIBUS HEARING (0.7); FORWARD COPIES TO NY OFFICE RE: SAME (0.2).

4.60

Total Legal Assistant

15.50

WORSHECK TM	05/01/06	1.30	PREPARE PROOF OF CLAIMS TO BE SENT TO KCC (0.4); UPDATE PROOF OF CLAIM FILES (0.9).
WORSCHECK TM	05/05/06	0.90	UPDATE PROOF OF CLAIM FILES (0.9).
WORSCHECK TM	05/08/06	0.70	UPDATE PROOF OF CLAIM FILES (0.7).
WORSCHECK TM	05/22/06	0.60	PREPARE PROOF OF CLAIM FOR DISTRIBUTION/MAILING (0.6).
WORSCHECK TM	05/23/06	0.80	UPDATE PROOF OF CLAIMS FILES (0.8).
WORSCHECK TM	05/24/06	0.60	UPDATE PROOF OF CLAIMS FILES (0.6).
WORSCHECK TM	05/25/06	0.70	UPDATE PROOF OF CLAIMS FILES (0.7).
WORSCHECK TM	05/26/06	0.60	UPDATE PROOF OF CLAIMS FILES (0.6).
		6.20	
Total Legal Assistant Support		6.20	

TOTAL TIME

138.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Claims Admin. (General)**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/07/06	Reese RG	853.73
Air/Rail Travel - vendor feed	05/07/06	Reese RG	44.99
Air/Rail Travel - vendor feed	05/21/06	Reese RG	686.73
Air/Rail Travel - vendor feed	05/22/06	Herriott AV	640.24
Air/Rail Travel - vendor feed	05/25/06	Herriott AV	254.65
Air/Rail Travel - vendor feed	05/25/06	Reese RG	254.66
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,735.00
In-house Reproduction	05/30/06	Copy Center, D	12.00
		TOTAL IN-HOUSE REPRODUCTION	\$12.00
Telephone Expense	05/26/06	Telecommunications, D	1.39
Telephone Expense	05/26/06	Telecommunications, D	1.57
Telephone Expense	05/26/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$3.00
Lexis/Nexis	05/02/06	Zaltzman H	596.96
Lexis/Nexis	05/03/06	Zaltzman H	467.35
Lexis/Nexis	05/05/06	Zaltzman H	145.49
Lexis/Nexis	05/08/06	Zaltzman H	115.45
Lexis/Nexis	05/15/06	Jjingo MJ	429.21
Lexis/Nexis	05/16/06	Jjingo MJ	602.50
Lexis/Nexis	05/17/06	Jjingo MJ	691.69
Lexis/Nexis	05/18/06	Jjingo MJ	490.16
Lexis/Nexis	05/19/06	Jjingo MJ	357.65
Lexis/Nexis	05/23/06	Jjingo MJ	378.18
Lexis/Nexis	05/25/06	Jjingo MJ	287.73
Lexis/Nexis	05/26/06	Fern BM	153.63
		TOTAL LEXIS/NEXIS	\$4,716.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	05/10/06	Reese RG	25.61
Westlaw	05/18/06	Reese RG	117.39
		TOTAL WESTLAW	\$143.00
Messengers/ Courier	05/22/06	Dist Serv/Mail/Page, D	11.00
		TOTAL MESSENGERS/ COURIER	\$11.00
File Conversion (Multi-05/09/06 page to Single-page)		Poon MY	1.00
		TOTAL FILE CONVERSION (MULTI-PAGE TO SINGLE-PAGE)	\$1.00
		TOTAL MATTER	\$7,621.00

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-18
CLAIMS ADMIN. (RECLAMATION/TRUST FUNDS)
351.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
LYONS JK	02/01/06	3.90	CONFERENCE WITH COMMITTEE ADVISORS AND PREPARATION RE: THE SAME RE: POST-STATEMENT PROTOCOL, RECLAMATION METHODOLOGY AND RESERVED DEFENSES AND REVIEW OF LEGAL ASSUMPTIONS (3.9).
LYONS JK	02/02/06	2.10	DEVELOPED RECLAMATION PROTOCOL RE: RESERVED DEFENSES AND OTHER RECLAMATION ISSUES (2.1).
LYONS JK	02/08/06	1.30	REVIEW OF RECLAMATION PROTOCOL AND REVISIONS (1.3).
LYONS JK	02/14/06	2.10	REVIEW AND REVISE RECLAMATION PROTOCOL AND OTHER ISSUES (2.1).
LYONS JK	02/15/06	0.60	REVIEW OF RECLAMATION ISSUES, PROTOCOL AND OTHER MATTERS (0.6).
LYONS JK	02/27/06	1.10	REVIEW OF RECLAMATION PROTOCOL ISSUES (1.1).
		11.10	
Total Partner		11.10	
MEISLER RE	02/01/06	0.20	REVIEW RECLAMATION CLAIMS (0.2).
MEISLER RE	02/03/06	0.60	TELECONFERENCE WITH M. BROUDE RE: RECLAMATION REPORT (0.2); TELECONFERENCE WITH M. MICHELI RE: SAME (0.1); ANALYSIS OF SAME (0.3).
MEISLER RE	02/17/06	1.10	REVIEW AND EDIT DEBTOR'S RESPONSE TO RECLAMATION DEMANDS (0.9); TELECONFERENCE WITH H. BAER RE: SAME (0.2).
MEISLER RE	02/18/06	0.50	REVIEWED RECLAMATION LETTER (0.5).
		2.40	
MICHELI MJ	02/01/06	3.90	BEGAN REVIEW OF RECLAMATION MATERIALS IN CONNECTION WITH COMMITTEE MEETING AND SUMMARY RE: LEAGL ISSUES (1.8); TELECONFERENCES WITH T. MCDONAGH RE: RECLAMATION CLAIM STATUS (0.2, 0.2); REVIEW AND ANALYSIS OF RECLAMATION STATISTICS (0.5); PREPARATION FOR TELECONFERENCE WITH COMMITTEE RE: STATUS OF RECLAMATION (0.3); TELECONFERENCE WITH H. BAER AND M. BROUDE RE: RECLAMATION PROCESS AND LEGAL ISSUES (0.5); TELECONFERENCE WITH R. CARUSO RE: COMMITTEE ISSUES (0.4).
MICHELI MJ	02/02/06	0.20	TELECONFERENCE WITH H. SHERRY RE: RECLAMATION STATUS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/03/06	4.90	BEGAN REVIEW OF TYCO AND PBR RECLAMATION CLAIMS AND RECONCILIATIONS (0.3); CORRESPONDENCE WITH T. MCDONAGH RE: SAME (0.1); BEGAN DRAFTING RECLAMATION PROTOCOL RE: CONDUCT GOING FORWARD ON RECLAMATION CLAIM SETTLEMENTS (2.8); BEGAN REVISIONS TO RECLAMATION PROTOCOL RE: CONDUCT GOING FORWARD ON RECLAMATION CLAIM SETTLEMENTS (1.7).
MICHELI MJ	02/06/06	0.30	ANALYSIS OF RECLAMATION CLOSING STATISTICS (0.3).
MICHELI MJ	02/07/06	0.30	TELECONFERENCE WITH A. FRANKUM RE: RECLAMATION RECONCILIATION STATUS (0.3).
MICHELI MJ	02/08/06	3.40	CONTINUED DRAFTING RECLAMATION PROTOCOL GOVERNING SETTLEMENT OF RECLAMATION CLAIMS (1.5); BEGAN REVISIONS TO RECLAMATION PROTOCOL GOVERNING SETTLEMENT OF RECLAMATION CLAIMS (1.4); DRAFTED CORRESPONDENCE TO C. CATTELL, A. FRANKUM, AND T. MCDONAGH RE: STATUS OF COMMITTEE REVIEW OF RECLAMATION CLAIMS AND SETTLEMENTS GOING FORWARD (0.5).
MICHELI MJ	02/09/06	2.40	TELECONFERENCE WITH A. FRANKUM, C. CATTELL, T. MCDONAGH AND R. EMANUEL RE: STATUS OF RECLAMATION RECONCILIATIONS AND PROCESS FOR PHASE 2 AND 3 OF RECLAMATION PROCESS (2.0); ANALYSIS OF PLYMOUTH RUBBER CLAIM RE: INFORMATION REQUEST RECEIVED (0.4).
MICHELI MJ	02/10/06	2.70	BEGAN REVISIONS TO THE FORM STATEMENT OF RECLAMATION RE: COMMENTS RECEIVED FROM THE COMMITTEE (0.7); BEGAN REVISIONS TO THE RECLAMATION PROTOCOL GOVERNING SETTLEMENT OF RECLAMATION CLAIMS (1.1); CONTINUED ANALYSIS OF PLYMOUTH RUBBER RECLAMATION CLAIM (0.2); ANALYSIS OF RECLAMATION RECONCILIATION STATUS (0.7).
MICHELI MJ	02/14/06	2.10	BEGAN REVIEW OF PBR KNOXVILLE MEETING SUMMARY (0.3); BEGAN REVISIONS TO SAME (0.8); TELECONFERENCE WITH J. LE AND T. MCDONAGH RE: RECLAMATION STATEMENTS AND SERVICE ISSUES (0.3); CONTINUED REVISIONS TO RECLAMATION PROTOCOL GOVERNING SETTLEMENTS GOING FORWARD (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/15/06	5.10	CONTINUED REVISIONS TO STATEMENT OF RECLAMATION RE: COMMENTS RECEIVED (0.2); CORRESPONDENCE TO GROUP RE: SAME (0.3); MEETING WITH C. CATTELL RE: RECLAMATION STATUS (0.2); MEETING WITH C. CATTELL, A. FRANKUM, R. CARUSO, T. MCDONAGH, H. SHERRY, R. EMANUEL, AND C. WU RE: RESOLUTION OF RECLAMATION CLAIMS IN PHASE 2 AND 3 (4.1); REVIEW MATERIALS FROM MEETING RE: SAME (0.3).
MICHELI MJ	02/16/06	4.00	REVIEW RECLAMATION CLAIM SETTLEMENT STATUS (0.3); DRAFTED CORRESPONDENCE TO RECLAMATION GROUP RE: STATEMENT OF RECLAMATION (0.4); MEETING WITH C. CATTELL, A. FRANKUM, R. CARUSO, T. MCDONAGH, H. SHERRY, R. EMANUEL, AND C. WU RE: RESOLUTION OF RECLAMATION CLAIMS IN PHASE 2 AND 3 (2.9); CONTINUED REVIEW OF RECLAMATION TRAINING MATERIALS (0.2); TELECONFERENCE WITH J. DREW RE: PLYMOUTH RUBBER (0.2).
MICHELI MJ	02/17/06	4.00	REVIEW STATUS OF RECLAMATION CLAIM RECONCILIATION (0.2); REVISE STATEMENT OF RECLAMATION RE: COMMENTS RECEIVED (2.4); CORRESPONDENCE WITH PLYMOUTH RUBBER (0.1); TELECONFERENCE WITH M. FLEMING RE: RECLAMATION STATUS (0.2); TELECONFERENCE WITH J. WILSON RE: SAME (0.2); CORRESPONDENCE WITH H. BAER RE: COMMENTS TO STATEMENT OF RECLAMATION (0.2); BEGAN REVIEW OF GSM RECLAMATION MATERIALS (0.2); TELECONFERENCE WITH H. BAER RE: STATEMENT OF RECLAMATION (0.4); CORRESPONDENCE WITH J. LE RE: SAME (0.1).
MICHELI MJ	02/18/06	4.10	CONTINUED REVISIONS TO STATEMENT OF RECLAMATION RE: ADDITIONAL COMMENTS RECEIVED (1.0); BEGAN DRAFTING REVISIONS TO GSM RECLAMATION TRAINING MATERIALS (2.6); FINAL REVIEW OF STATEMENT OF RECLAMATION IN PREPARATION OF PRODUCTION (0.2); TELECONFERENCE WITH H. BAER RE: SAME (0.1); TELECONFERENCE WITH J. LE RE: SAME (0.2).
MICHELI MJ	02/19/06	1.50	DRAFTED CORRESPONDENCE RE: STATEMENT OF RECLAMATION (0.2); CONTINUED REVISIONS TO GSM RECLAMATION TRAINING MATERIALS (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/20/06	7.40	CONTINUED REVISIONS TO GSM RECLAMATION TRAINING MATERIALS (0.3); BEGAN PROOF OF STATEMENTS OF RECLAMATION (2.9); REVIEW PAX LIEN AND RECLAMATION CLAIM SETTLEMENT (0.4); TELECONFERENCE WITH A. FRANK RE: RECLAMATION STATEMENTS (0.4); BEGAN REVISIONS TO RECLAMATION PROTOCOL GOVERNING SETTLEMENTS GOING FORWARD (0.6); DRAFT LANGUAGE SUMMARIZING RESERVED DEFENSES (0.2); DRAFTED CORRESPONDENCE RE: SENDING STATEMENTS OF RECLAMATION (0.4); CONTINUED REVISIONS TO GSM RECLAMATION TRAINING MATERIALS (2.2).
MICHELI MJ	02/21/06	3.90	MEETING WITH C. CATTELL RE: PREPARATION FOR GSM MEETING (0.7); MEETING WITH C. CATTELL, A. FRANKUM, B. CARUSO, H. SHERRY, R. EMANUAL, C. WU, AND T. MCDONAGH (1.5); MEETING WITH GSM RE: RECLAMATION PROCESS (1.4); CORRESPONDENCE WITH KCC RE: STATUS OF STATEMENTS OF RECLAMATION (0.3).
MICHELI MJ	02/22/06	3.60	RECLAMATION CORRESPONDECE WITH KCC ABOUT INCORRECT ADDRESSES (0.3); BEGAN REVISIONS TO RECLAMATION TRAINING MATERIALS (1.5); TELECONFERENCE WITH D. BARRETT RE: UNDERLYING CLAIM (0.5); TELECONFERENCE WITH C. WU AND T. MCDONAGH RE: CLAIMS RECONCILIATIONS (0.4); BEGAN PREPARING RECLAMATION LOG RE: CORRESPONDECE WITH SUPPLIERS (0.6); REVISIONS TO RECLAMATION PROTOCOL (0.3).
MICHELI MJ	02/23/06	2.30	REVIEW TYCO RECLAMATION MATERIALS (0.2); REVIEW RECLAMATION TIMELINE (0.1); TELECONFERENCES WITH E. DOLAN (0.1) AND D. HUTCHENSON (0.1) RE: RECLAMATION; TELECONFERENCE WITH C. CATTELL RE: RECLAMATION (0.3); REVIEW RECLAMATION MATERIALS FOR COMMITTEE MEETING (0.3); TELECONFERENCE WITH T. MCDONAGH, R. EMANUAL, H. SHERRY AND C. WU RE: RECLAMATION (1.0); REVIEW RECLAMATION TRAINING MATERIALS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/24/06	1.60	TELECONFERENCE WITH T. MCDONAGH RE: RECLAMATION (0.1); TELECONFERENCE WITH J. DREW RE: PLYMOUTH RUBBER (0.3); TELECONFERENCE WITH B. BUCHANAN RE: RECLAMATION STATEMENTS (0.1); ANALYSIS OF RECLAMATION CLAIM RE: CALLS RECEIVED (0.2); TELECONFERENCE WITH C. CATTELL RE: RECONCILING RECLAMATION CLAIMS (0.3); REVIEW PAX MACHINE WORKS SETTLEMENT MATERIALS RE: WAIVER OF RECLAMATION CLAIM (0.3); CONTINUED REVISIONS TO RECLAMATION MATERIALS FOR COMMITTEE PRESENTATION (0.3).
MICHELI MJ	02/27/06	1.90	REVIEW EMAIL CORRESPONDENCE RE: RECLAMATION CLAIMS (0.2); TELECONFERENCE WITH J. DREW RE: PLYMOUTH RUBBER (0.2); REVIEW MATERIALS IN CONNECTION WITH TYCO RECLAMATION (0.7); TELECONFERENCES WITH T. MCDONAGH (0.2), C. CATTELL (0.1), J. LYONS (0.2) RE: SAME; TELECONFERENCE WITH M. COLLINS RE: FURIKAWA RECLAMATION (0.3).
MICHELI MJ	02/28/06	0.60	TELECONFERENCE WITH V. BASS RE: PLYMOUTH RUBBER (0.2); ANALYSIS OF PLYMOUTH RUBBER MATERIALS RE: SAME (0.4).

60.20

Total Associate

62.60

NEGRON AM	02/03/06	0.80	FILE/ORGANIZE RECLAMATION CLAIMS FILES (0.8).
NEGRON AM	02/08/06	1.00	REVIEW AND ORGANIZE RECLAMATION CLAIMS FILES (1.0).
NEGRON AM	02/09/06	0.60	UPDATE AND ORGANIZE RECLAMATION CLAIMS FILES (0.6).
NEGRON AM	02/24/06	0.80	REVIEW AND ORGANIZE RECLAMATION CLAIMS FILES (0.8).
NEGRON AM	02/27/06	1.80	UPDATE DISPUTED RECLAMATIONS FILES (0.8); FILE ORIGINAL RECLAMATION CLAIMS (1.0).
NEGRON AM	02/28/06	0.80	FILE RECLAMATION CLAIMS (0.8).
		5.80	
Total Legal Assistant Support		5.80	

TOTAL TIME

79.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/14/06	Michael MD	163.79
Air/Rail Travel - vendor feed	02/15/06	Micheli MJ	284.07
Air/Rail Travel - vendor feed	02/21/06	Micheli MJ	284.07
Air/Rail Travel - vendor feed	02/23/06	Micheli MJ	305.07
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$1,037.00
In-house Reproduction	02/17/06	Copy Center, D	34.09
In-house Reproduction	02/24/06	Copy Center, D	0.91
		TOTAL IN-HOUSE REPRODUCTION	\$35.00
Out-of-Town Travel	02/16/06	Micheli MJ	219.82
Out-of-Town Travel	02/16/06	Micheli MJ	247.28
Out-of-Town Travel	02/16/06	Micheli MJ	27.63
Out-of-Town Travel	02/21/06	Micheli MJ	101.29
Out-of-Town Travel	02/21/06	Micheli MJ	30.98
		TOTAL OUT-OF-TOWN TRAVEL	\$627.00
Out-of-Town Meals	02/16/06	Micheli MJ	22.00
		TOTAL OUT-OF-TOWN MEALS	\$22.00
		TOTAL MATTER	\$1,721.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
MICHELI MJ	03/01/06	3.70	MEETING WITH C. CATTELL RE: RECLAMATION STATUS (0.3); WEEKLY RECLAMATION STATUS MEETING WITH C. CATTELL, A. FRANKUM, T. MCDONAGH, C. WU, H. SHERRY, AND R. EMANUEL (1.1); FOLLOW ISSUES RE: SAME (0.3); REVIEW CORRESPONDENCE RE: RECLAMATION RESPONSES RECEIVED (0.2); RECLAMATION PROCESS MEETING WITH C. CATTELL, A. FRANKUM, T. MCDONAGH, C. WU, H. SHERRY, AND R. EMANUEL (1.5); CORRESPONDENCE WITH M. FLEMING RE: E&R INDUSTRIAL SALES (0.1); TELECONFERENCE RE: PLYMOUTH RUBBER (0.2).
MICHELI MJ	03/02/06	1.30	DRAFT CORRESPONDENCE RE: DATES AND UNSECURED CLAIMS (0.3); REVIEW OF E&R INDUSTRIAL SALES AND OPEN ISSUES (0.3); TELECONFERENCE WITH M. FLEMING RE: SAME (0.2); TELECONFERENCE WITH M. DEBEACKE RE: ALPINE RECLAMATION CLAIM (0.5).
MICHELI MJ	03/03/06	2.20	REVIEW OF E&R INDUSTRIAL SALES AND OPEN ISSUES (0.3); ANALYSIS OF PLYMOUTH RUBBER CLAIM ISSUES (0.3); REVIEW RECLAMATION REPORT (0.5); BEGAN DRAFTING RECLAMATION DEMAND FOR DELPHI IN CONNECTION WITH A SUPPLIER BANKRUPTCY (1.1).
MICHELI MJ	03/04/06	1.10	REVIEW RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (1.1).
MICHELI MJ	03/06/06	1.10	REVIEW RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (0.4); REVIEW AND ANALYSIS RE: RECLAMATION CLOSING STATISTICS (0.2); RESPOND TO CORRESPONDENCE FROM I. GOLDBERG RE: RECLAMATION CLAIMS (0.2); REVISE RECLAMATION LOG (0.2); ANALYSIS OF THE RECLAMATION PROTOCOL (0.1).
MICHELI MJ	03/07/06	1.80	CORRESPONDENCE WITH T. MCDONAGH RE: RECLAMATION STATUS (0.1); CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (1.3); TELECONFERENCE WITH A. FRANKUM RE: RECLAMATION STATUS (0.2); CORRESPONDENCE WITH M. BROUDE RE: RECLAMATION PROTOCOL (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	03/08/06	3.90	REVIEW RECLAMATION RESPONSES RECEIVED IN PREPARATION FOR RECLAMATION GROUP MEETINGS (0.6); WEEKLY RECLAMATION STATUS MEETING WITH C. CATTELL, A. FRANKUM, T. MCDONAGH, C. WU, H. SHERRY, AND R. EMANUEL (2.2); REVIEW SETECH RELATED AGREEMENTS (1.1).
MICHELI MJ	03/09/06	4.30	REVIEW ESCALATED RECLAMATION ISSUES (0.5); ANALYSIS OF E&R INDUSTRIAL SALES (0.1); REVIEW NEC RECLAMATION ISSUES (1.0); TELECONFERENCE WITH K. LAMARA RE: RECLAMATION CLAIMS (0.2); TELECONFERENCE WITH ENCAT RE: SAME (0.2); REVISE FORM STATEMENT OF RECLAMATION RE: AMENDED LANGUAGE (1.1); ANALYSIS OF RECLAMATION STATUS REPORT (0.2); CORRESPONDENCE RE: SAME (0.3); REVISE RECLAMATION CONTACT LOG RE: CORRESPONDENCE RECEIVED (0.7).
MICHELI MJ	03/10/06	0.30	REVIEW HSS RECLAMATION AGREEMENT (0.3).
MICHELI MJ	03/13/06	0.50	CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (0.3); REVISE STATEMENT OF RECLAMATION RE: COMMENTS RECEIVED (0.2).
MICHELI MJ	03/16/06	0.50	CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (0.5).
MICHELI MJ	03/17/06	0.50	TELECONFERENCE WITH S. KEISELSTIEN RE: NEC RECLAMATION CLAIM (0.3); TELECONFERENCE WITH I. GOLDBERG RE: SETTLEMENT OF RECLAMATION CLAIMS (0.2).
MICHELI MJ	03/18/06	4.00	CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (1.1); UPDATE RECLAMATION CONTACT LOG (0.3); REVISE RECLAMATION PROTOCOL RE: COMMENTS RECEIVED FROM THE COMMITTEE (1.6); REVISE STATEMENT OF RECLAMATION TO REFLECT PRIOR STATEMENTS OF RECLAMATION SENT (0.7); REVIEW ATF RECLAMATION RESPONSE AND CORRESPONDING LETTER (0.3).
MICHELI MJ	03/20/06	2.00	CONTINUE TO REVIEW OF RECLAMATION RESPONSES RECEIVED (1.5); TELECONFERENCE WITH A. FRANKUM RE: RECLAMATION (0.2); TELECONFERENCE WITH C. WU RE: OPEN RECLAMATION ISSUES (0.3).
MICHELI MJ	03/21/06	1.80	REVIEW OF ESCALATED RECLAMATION ISSUES (0.4); BEGAN RESEARCH RE: SAME (0.5); CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (0.6); ANALYSIS OF PAX RECLAMATION CLAIM (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	03/22/06	4.10	WEEKLY RECLAMATION STATUS MEETING WITH C. CATTELL, A. FRANKUM, T. MCDONAGH, C. WU, H. SHERRY, AND R. EMANUEL (2.6); MEETING WITH A. FRANKUM RE: RECLAMATION PROTOCOL (0.4); REVIEW RECLAMATION PROTOCOL (0.2); CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (0.4); TELECONFERENCE WITH J. WOOL RE: INVENTORY RECLAMATION ISSUES (0.2); REVIEW AND ANALYSIS OF INVENTORY DATA (0.3).
MICHELI MJ	03/23/06	0.60	REVIEW RECLAMATION ESCALATION OF CLAIM 402 (0.2); REVIEW OTHER OPEN RECLAMATION MATTERS ESCALATED (0.4).
MICHELI MJ	03/27/06	1.90	DRAFT RECLAMATION CORRESPONDENCE RE: ESCALATED ITEMS (0.4); REVISE STATEMENT OF RECLAMATION RE: COMMENTS RECEIVED (0.2); TELECONFERENCE WITH S. KEISELSTEIN RE: NEC RECLAMATION (0.3); CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (0.7); REVIEW AND ANALYSIS OF TDK RECLAMATION ISSUES (0.3).
MICHELI MJ	03/28/06	6.70	CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (1.7); CORRESPONDENCE WITH I. GOLDBERG RE: RECLAMATION CLAIMS (0.2); REVISED RECLAMATION CONTACT LOG (1.1); REVIEW OF 3M CLAIM (0.2); TELECONFERENCE WITH C. WU RE: RECLAMATION OPEN ITEMS (0.3); TELECONFERENCE WITH T. MCDONAGH RE: PAX AND 3M (0.1); TELECONFERENCE WITH M. O'NEIL RE: RECLAMATION CLAIM (0.2); TELECONFERENCE WITH J. BARROW RE: RECLAMATION CLAIM OF MILIKEN (0.7); TELECONFERENCE WITH M. MEYERS RE: ALPS AUTOMOTIVE (0.2); DRAFT CORRESPONDENCE RE: SAME (0.3); REVIEW AND ANALYZE ESCALATED ITEMS (1.4); REVISED RECLAMATION PROTOCOL (0.3).
MICHELI MJ	03/29/06	4.70	CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (0.5); TELECONFERENCE WITH M. BROUDE RE: RECLAMATION PROTOCOL (0.2); ANALYSIS OF RECLAMATION PROTOCOL (0.2); WEEKLY RECLAMATION STATUS MEETING WITH C. CATTELL, A. FRANKUM, T. MCDONAGH, C. WU, H. SHERRY, AND R. EMANUEL (1.9); DRAFT EMAIL TO COMMITTEE RE: NEC RECLAMATION CLAIM (0.6); REVIEW PAX RECLAMATION CLAIMS (0.3); ANALYSIS OF ESCALATED RECLAMATION ISSUES (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	03/30/06	3.40	CONTINUE REVIEW OF RECLAMATION RESPONSES RECEIVED (2.1); TELECONFERENCE WITH L. STARK RE: RECLAMATION CLAIMS (0.3); REVIEW RECLAMATION CLAIMS RE: SAME (0.3); REVIEW AND ANALYSIS OF ESCALATED RECLAMATION ITEMS (0.6); TELECONFERENCE WITH S. KEISELSTEIN RE: NEC RECLAMATION (0.1).
MICHELI MJ	03/31/06	1.80	REVIEW NEC RECLAMATION CLAIM (0.2); TELECONFERENCE WITH S. KEISELSTEIN RE: NEC RECLAMATION (0.3); TELECONFERENCE WITH A. FRANKUM RE: SAME AND RECLAMATION PROTOCOL (0.3); DRAFT SETTLEMENT DOCUMENTS RE: NEC (0.7); CORRESPONDENCE TO RECLAMATION WORKING GROUP RE: SAME (0.3).
		52.20	
Total Associate		52.20	
DEMMA J	03/03/06	0.30	UPDATE RECLAMATION RESPONSE LOG (0.3).
DEMMA J	03/06/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	03/07/06	1.10	PREPARE RECLAMATION AGREEMENTS FOR DISTRIBUTION TO DELPHI (0.3); UPDATE RECLAMATION RESPONSE LOG (0.8).
DEMMA J	03/09/06	0.40	UPDATE RECLAMATION LOG (0.4).
DEMMA J	03/13/06	1.10	UPDATE RECLAMATION RESPONSE FILE (1.1).
DEMMA J	03/15/06	2.10	PREPARE/DISTRIBUTE RECLAMATION RESPONSE FORMS (1.5); UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	03/20/06	0.60	UPDATE RECLAMATION LOG (0.6).
DEMMA J	03/22/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	03/23/06	0.80	UPDATE RECLAMATION RESPONSE LOG (0.8).
DEMMA J	03/27/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	03/28/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	03/29/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	03/30/06	1.80	UPDATE RECLAMATION RESPONSE LOG (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J 03/31/06 0.70 UPDATE RECLAMATION RESPONSE LOG
(0.7).

11.90

Total Legal Assistant 11.90

NEGRON AM	03/06/06	3.10	REVIEW, INDEX AND FILE RECLAMATION CLAIMS RESPONSES (1.2); REVIEW AND ORGANIZE RECLAMATION CLAIMS FILES (1.9).
NEGRON AM	03/07/06	1.10	REVIEW AND INDEX RECLAMATION RESPONSE CLAIMS (1.1).
NEGRON AM	03/08/06	0.80	REVIEW AND INDEX RECLAMATION CLAIM RESPONSES (0.8).
NEGRON AM	03/09/06	0.70	REVIEW AND INDEX RECLAMATION CLAIM RESPONSES (0.7).
NEGRON AM	03/10/06	2.60	REVIEW INDEX AND FILE RECLAMATION CLAIM RESPONSES (1.3) AND REVIEW AND ORGANIZE RECLAMATION CLAIMS FILES (1.3).
NEGRON AM	03/13/06	2.80	REVIEW AND INDEX RECLAMATION CLAIMS RESPONSES (1.1) AND REVIEW AND ORGANIZE RECLAMATION CLAIMS FILES (1.7).
NEGRON AM	03/14/06	1.30	REVIEW AND INDEX RECLAMATION CLAIMS RESPONSES (1.3).
NEGRON AM	03/15/06	1.10	REVIEW, INDEX AND FILE RECLAMATION CLAIM RESPONSES (1.1).
NEGRON AM	03/16/06	2.50	REVIEW AND INDEX RECLAMATION CLAIM RESPONSES (1.4) AND REVIEW, FILE AND ORGANIZE RECLAMATION CLAIMS (1.1).
NEGRON AM	03/17/06	2.50	REVIEW AND INDEX RECLAMATION CLAIM RESPONSES (1.1); REVIEW AND FILE RECLAMATION CLAIMS (1.4).
NEGRON AM	03/20/06	1.40	REVIEW, INDEX AND FILE RECLAMATION CLAIM RESPONSES (1.4).
NEGRON AM	03/21/06	0.90	REVIEW AND INDEX RECLAMATION RESPONSES (0.9).
		20.80	
Total Legal Assistant Support		20.80	

TOTAL TIME

84.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/01/06	Micheli MJ	284.00
Air/Rail Travel - vendor feed	03/08/06	Micheli MJ	284.00
Air/Rail Travel - vendor feed	03/22/06	Micheli MJ	284.00
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$852.00
In-house Reproduction	03/07/06	Copy Center, D	28.67
In-house Reproduction	03/10/06	Copy Center, D	8.99
In-house Reproduction	03/14/06	Copy Center, D	9.59
In-house Reproduction	03/17/06	Copy Center, D	4.20
In-house Reproduction	03/31/06	Copy Center, D	38.55
		TOTAL IN-HOUSE REPRODUCTION	\$90.00
Westlaw	03/21/06	Micheli MJ	60.34
Westlaw	03/26/06	Toussi S	158.66
		TOTAL WESTLAW	\$219.00
Out-of-Town Travel	03/01/06	Micheli MJ	104.08
Out-of-Town Travel	03/01/06	Micheli MJ	11.29
Out-of-Town Travel	03/01/06	Micheli MJ	31.97
Out-of-Town Travel	03/08/06	Micheli MJ	127.69
Out-of-Town Travel	03/08/06	Micheli MJ	34.97
		TOTAL OUT-OF-TOWN TRAVEL	\$310.00
Messengers/ Courier	03/05/06	United Parcel Service	29.20
Messengers/ Courier	03/05/06	United Parcel Service	228.02
Messengers/ Courier	03/16/06	Dist Serv/Mail/Page, D	16.78
		TOTAL MESSENGERS/ COURIER	\$274.00
Out-of-Town Meals	03/01/06	Micheli MJ	2.41

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	03/01/06	Micheli MJ	6.59
		TOTAL OUT-OF-TOWN MEALS	\$9.00
		TOTAL MATTER	\$1,754.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
MICHELI MJ	04/03/06	1.80	CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (1.0); BEGAN REVIEW OF ESCALATED RECLAMATION CLAIMS (0.8).
MICHELI MJ	04/04/06	0.70	CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (0.7).
MICHELI MJ	04/05/06	2.10	CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (0.4); TELECONFERENCE WITH RECLAMATION TEAM RE: RECLAMATION STATUS (1.7).
MICHELI MJ	04/06/06	1.40	CORRESPONDENCE WITH I. GOLDBERG RE: RECLAMATION CLAIM (0.2); TELECONFERENCE WITH I GOLDBERG RE: SAME (0.4); CORRESPONDENCE WITH L. NORWOOD RE: RECLAMATION CLAIMS (0.1); DRAFT AMENDED STATEMENT OF RECLAMATION (0.7).
MICHELI MJ	04/10/06	6.20	REVIEW OF OPEN RECLAMATION ISSUES (1.4); TELECONFERENCE WITH G. NOVAT RE: RECLAMATION CLAIM (0.1); TELECONFERENCE WITH J. WILSON RE: RECLAMATION CLAIM (0.2); TELECONFERENCE WITH J. WILIBINSKY RE: RECLAMATION CLAIM (0.2); TELECONFERENCE WITH C. WU RE: OPEN RECLAMATION ISSUES (0.6); CONTINUED REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (1.0); TELECONFERENCE WITH B. RICHARDS RE: RECLAMATION CLAIM (0.1); TELECONFERENCE WITH D. BARRETT RE: RECLAMATION CLAIM (0.1); TELECONFERENCE WITH T. MCDONAGH RE: OPEN RECLAMATION CLAIMS (0.2); TELECONFERENCE WITH Y. ELISSA AND T. MCDONAGH RE: RECLAMATION CLAIM (0.3); REVIEW CLAIM RE: SAME (0.2); REVIEW RECLAMATION STATUS REPORT (0.3); RESPOND TO ESCALATED CLAIMS (1.5).
MICHELI MJ	04/11/06	4.90	REVIEW OF OPEN RECLAMATION CLAIMS (2.3); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (2.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	04/12/06	9.00	REVIEW PRESENTATION FOR RECLAMATION MEETING (0.7); MEETING WITH RECLAMATION TEAM (2.3); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (1.9); BEGIN RESEARCH RE: PRIOR PERFECTED SECURITY INTEREST IN GOODS (2.9); MEETING WITH C. CATTELL AND A. FRANKUM RE: RECLAMATION STATUS (0.3); REVIEW OF OPEN RECLAMATION CLAIMS (0.9).
MICHELI MJ	04/13/06	7.50	REVIEW OF OPEN RECLAMATION ISSUES (0.3); TELECONFERENCE WITH H. STEEL RE: RECLAMATION CLAIM (0.3); TELECONFERENCE WITH J. BARROW RE: RECLAMATION CLAIM (0.2); TELECONFERENCE WITH J. HARRINGTON RE: RECLAMATION CLAIM (0.4); CORRESPONDENCE WITH GROUP RE: OPEN RECLAMATION CLAIMS (0.3); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (4.0); TELECONFERENCE WITH CLAIMANT RE: RECLAMATION CLAIM (0.2); TELECONFERENCE WITH M. MCCREERY RE: RECLAMATION CLAIMS (1.0); REVIEW STATUS OF RECLAMATION CLAIM RELATED TO RETURN OF MEDICAL GOODS (0.5); TELECONFERENCE WITH M. MEYERS RE: RECLAMATION CLAIM (0.3).
MICHELI MJ	04/14/06	2.80	CONTINUE REVIEW OF OPEN RECLAMATION CLAIMS AND RESPONSES RECEIVED (2.5); TELECONFERENCE WITH P. IVY RE: RECLAMATION CLAIM (0.3).
MICHELI MJ	04/17/06	3.50	CORRESPONDENCE WITH A. FRANKUM RE: RECLAMATION CLAIM STATUS (0.4); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (3.1).
MICHELI MJ	04/18/06	7.40	CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (5.2); TELECONFERENCE WITH N. BERGER RE: RECLAMATION RESPONSE DEADLINE (0.2); TELECONFERENCE WITH G. NOVAT RE: RECLAMATION CLAIM (0.2); REVIEW CORRESPONDENCE LOG RE: AGREEMENTS OR DISAGREEMENTS RECEIVED TO STATEMENTS OF RECLAMATION (1.0); CORRESPONDENCE WITH M. MCCREERY RE: RECLAMATION CLAIM (0.2); BEGIN REVISIONS TO STANDARD SETTLEMENT LETTER (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	04/19/06	7.90	REVIEW PRESENTATION FOR RECLAMATION MEETING (0.9); MEETING WITH RECLAMATION TEAM (2.4); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (4.4); TELECONFERENCE WITH A. THAW RE: RECLAMATION CLAIM (0.2).
MICHELI MJ	04/20/06	6.40	CONTINUE TO REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (4.7); CORRESPONDENCE WITH J. HARRINGTON RE: RECLAMATION CLAIMS (0.4); REVIEW REQUESTS FOR INVENTORY INFORMATION AND STATUS THEREOF (0.3); TELECONFERENCE WITH M. MACHEN RE: RECLAMATION (0.2); TELECONFERENCE WITH A. THAW RE: RECLAMATION CLAIMS (0.2); CORRESPONDENCE WITH A. THAW RE: SAME (0.2); TELECONFERENCE WITH D. DRAGICH RE: RECLAMATION CLAIMS (0.1); CORRESPONDENCE RE: SAME (0.3).
MICHELI MJ	04/21/06	4.50	CONTINUE TO REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (4.5).
MICHELI MJ	04/24/06	7.30	CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (4.2); CORRESPONDENCE WITH RECLAMATION CLAIMANTS RE: DEADLINE TO RESPOND TO STATEMENTS OF RECLAMATION (2.3); TELECONFERENCE WITH V. MASTROMARCO RE: PALMER AND BACKIE (0.2); BEGIN DRAFTING LETTER RE: SAME (0.6).
MICHELI MJ	04/25/06	4.80	CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (3.1); MEETING WITH J. WHARTON RE: TRANSITION OF RECLAMATION MATERIALS (1.7).
MICHELI MJ	04/26/06	3.40	REVIEW OPEN RECLAMATION MATTERS (0.8); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (2.6).
MICHELI MJ	04/27/06	2.00	MEETING WITH RECLAMATION TEAM (1.4); CONTINUE REVIEW OF RECLAMATION CORRESPONDENCE RE: AGREEMENTS OR DISAGREEMENTS TO STATEMENTS OF RECLAMATION (0.6).

83.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/24/06	1.50	REVIEW RECLAMATION MOTION AND ORDER (0.5), RECLAMATION STATUS REPORT (0.2), AND RECLAMATION CLAIMANTS' RETURNED STATEMENTS OF RECLAMATION (0.8).
WHARTON JN	04/25/06	2.70	REVIEW AND ANALYZE STATUS REPORT (0.3); FORMULATE STRATEGY RE: RECLAMATION PROCESS (1.4); REVIEW AND ANALYZE RESPONSES TO STATEMENTS OF RECONCILIATION (1.0).
WHARTON JN	04/26/06	2.80	REVIEW DAILY STATUS REPORT (0.2); FORMULATE STRATEGY RE: RECLAMATION PROCESS (1.6); ANALYZE LIEN DEFENSE ISSUE (0.3); CONTINUE TO REVIEW RESPONSES TO STATEMENTS OF RECONCILIATION (0.7).
WHARTON JN	04/27/06	4.70	ATTEND WEEKLY RECLAMATION MEETING WITH C. CATTEL AND R. EMANUEL OF DELPHI, AND A. FRANKUM, B. CARUSO, C. WU AND T. MCDONAGH OF FTI (1.4); CONTINUE TO REVIEW STATUS REPORTS AND PRESENTATIONS ON RECLAMATION PROCESS (1.6); CONTINUE TO REVIEW RESPONSES TO STATEMENTS OF RECONCILIATION (0.8); AND FORMULATE STRATEGY RE: RECLAMATION PROCESS (0.9).
WHARTON JN	04/28/06	1.90	CONTINUE TO REVIEW RESPONSES TO STATEMENTS OF RECONCILIATION (1.9).
		13.60	
Total Associate		97.20	
DEMMA J	04/04/06	0.70	UPDATE RECLAMATION RESPONSE LOG (0.7).
DEMMA J	04/10/06	0.70	UPDATE RECLAMATION RESPONSE LOG (0.7).
DEMMA J	04/11/06	1.60	UPDATE RECLAMATION RESPONSE LOG (1.6).
DEMMA J	04/12/06	2.70	UPDATE RECLAMATION RESPONSE LOG (2.7).
DEMMA J	04/13/06	5.70	COMPARE CHART SENT FROM DELPHI RE: RECLAMATION RESPONSES THAT HAVE NOT BEEN CATALOGED (4.6); UPDATE RECLAMATION RESPONSE LOG (1.1).
DEMMA J	04/14/06	3.40	UPDATE RECLAMATION LOG (1.3); PREPARE RECLAMATION RESPONSES TO SEND TO DELPHI (2.1).
DEMMA J	04/24/06	4.10	UPDATE/INDEX RECEIVED RECLAMATION RESPONSES FROM VARIOUS PARTIES (4.1).
DEMMA J	04/25/06	3.60	UPDATE/INDEX RECEIVED RECLAMATION RESPONSES FROM VARIOUS PARTIES (3.6).

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DEMMA J 04/26/06 5.10 UPDATE/INDEX RECEIVED RECLAMATION
RESPONSES FROM VARIOUS PARTIES (5.1).

DEMMA J 04/27/06 4.60 UPDATE/INDEX RECEIVED RECLAMATION
RESPONSES FROM VARIOUS PARTIES (4.6).

32.20

MIRKOVIC M	04/18/06	1.40	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (1.4).
MIRKOVIC M	04/19/06	1.20	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (1.2).
MIRKOVIC M	04/20/06	2.30	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (2.3).
MIRKOVIC M	04/21/06	4.40	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (4.4).
MIRKOVIC M	04/24/06	6.40	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (6.4).
MIRKOVIC M	04/25/06	7.90	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (7.9).
MIRKOVIC M	04/26/06	4.60	REVIEW AND CATALOG RECLAMATION CLAIM RESPONSES (4.6).
		28.20	

Total Legal Assistant 60.40

TOTAL TIME 157.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/12/06	Micheli MJ	284.04
Air/Rail Travel - vendor feed	04/19/06	Micheli MJ	284.04
Air/Rail Travel - vendor feed	04/27/06	Wharton JN	554.92
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$1,123.00
In-house Reproduction	04/18/06	Copy Center, D	2.40
In-house Reproduction	04/21/06	Copy Center, D	376.99
In-house Reproduction	04/25/06	Copy Center, D	753.39
In-house Reproduction	04/28/06	Copy Center, D	483.22
TOTAL IN-HOUSE REPRODUCTION			\$1,616.00
Telephone Expense	04/28/06	Telecommunications, D	2.64
Telephone Expense	04/28/06	Telecommunications, D	3.29
Telephone Expense	04/28/06	Telecommunications, D	0.07
TOTAL TELEPHONE EXPENSE			\$6.00
Non-standard/Outside Reproduction	04/25/06	24 Seven Discovere, L.L.C.	1,269.00
TOTAL NON-STANDARD/OUTSIDE REPRODUCTION			\$1,269.00
Westlaw	04/12/06	Micheli MJ	96.98
Westlaw	04/21/06	Micheli MJ	42.02
TOTAL WESTLAW			\$139.00
Out-of-Town Travel	04/12/06	Micheli MJ	94.62
Out-of-Town Travel	04/12/06	Micheli MJ	11.26
Out-of-Town Travel	04/19/06	Micheli MJ	6.99
Out-of-Town Travel	04/19/06	Micheli MJ	33.02
Out-of-Town Travel	04/19/06	Micheli MJ	85.01
Out-of-Town Travel	04/27/06	Wharton JN	77.05
Out-of-Town Travel	04/27/06	Wharton JN	78.05
TOTAL OUT-OF-TOWN TRAVEL			\$386.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	04/20/06	Dist Serv/Mail/Page, D	42.84
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	22.23
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	54.57
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	17.02
Messengers/ Courier	04/21/06	Dist Serv/Mail/Page, D	29.21
Messengers/ Courier	04/24/06	Dist Serv/Mail/Page, D	23.65
Messengers/ Courier	04/25/06	Dist Serv/Mail/Page, D	41.94
Messengers/ Courier	04/26/06	Dist Serv/Mail/Page, D	18.87
Messengers/ Courier	04/27/06	Dist Serv/Mail/Page, D	16.69
Messengers/ Courier	04/28/06	Dist Serv/Mail/Page, D	28.66
Messengers/ Courier	04/30/06	United Parcel Service	32.32
		TOTAL MESSENGERS/ COURIER	\$328.00
Out-of-Town Meals	04/12/06	Micheli MJ	12.94
Out-of-Town Meals	04/19/06	Micheli MJ	4.25
Out-of-Town Meals	04/27/06	Wharton JN	9.41
Out-of-Town Meals	04/27/06	Wharton JN	11.40
		TOTAL OUT-OF-TOWN MEALS	\$38.00
Court Reporting	04/25/06	Sasm&F Chicago	66.00
		TOTAL COURT REPORTING	\$66.00
		TOTAL MATTER	\$4,971.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
WHARTON JN	05/01/06	1.70	CONTINUE TO REVIEW RESPONSES TO STATEMENTS OF RECONCILIATION (0.9) AND REPORTS AND PRESENTATIONS RE: RECLAMATION PROCESS (0.8).
WHARTON JN	05/02/06	1.50	REVIEW STATUS REPORT (0.2); RESEARCH CASE LAW RE: EFFECT OF LIEN ON RECLAMATION CLAIMS (0.8); REVIEW REPORT TO CREDITORS COMMITTEE (0.5).
WHARTON JN	05/03/06	3.30	REVIEW AND ANALYZE STATUS REPORT (0.3) AND WEEKLY MEETING PRESENTATION (0.5); CONTINUE TO RESEARCH CASE LAW RE: EFFECT OF LIEN ON RECLAMATION CLAIM (0.4); TELECONFERENCE WITH B. PICKERING OF MESIROW RE: STATUS OF RECLAMATION PROCESS (0.4); MEETING WITH C. CATTEL, R. EMANUEL AND H. SHERRY OF DELPHI AND A. FRANKUM, C. WU, AND T. MCDONAGH OF FTI RE: STATUS OF RECLAMATION CLAIMS PROCESS AND FORMULATE STRATEGY FOR FUTURE (1.7).
WHARTON JN	05/10/06	4.30	REVIEW, ANALYZE AND WORK ON RESOLVING CLAIMS OF SPEEDLINE TECHNOLOGIES (0.1), ANGEL-DEMMELE NORTH AMERICA (0.1), TADIRAN BATTERIES (0.1), AND FLEXTRONICS (0.1); REVIEW AND ANALYZE STATUS REPORTS AND REPORTS TO RECLAMATION EXECUTIVE BOARD (0.4); ANALYZE WIRE APPLICATION ISSUE (0.4); RESEARCH CASE LAW RE: BANK LIEN DEFENSE (1.4); MEETING WITH A. FRANKUM OF FTI RE: FORMULATE STRATEGY RE: NEGOTIATING TACTICS TO BE EMPLOYED BY CASE MANAGERS (0.4); MEETING WITH C. CATTEL, R. EMANUEL AND H. SHERRY OF DELPHI AND A. FRANKUM, C. WU AND T. MCDONAGH OF FTI RE: WEEKLY REVIEW OF RECLAMATION MATTERS (0.8); DRAFT LETTER TO BE SENT TO CLAIMANTS WHO DID NOT COMPLY WITH RECLAMATION ORDER BECAUSE THEIR RESPONSE TO STATEMENT OF RECLAMATION DID NOT PROVIDE SUFFICIENT INFORMATION FOR DISAGREEMENT (0.5).
WHARTON JN	05/11/06	0.30	REVIEW AND ANALYZE MEMO SUMMARIZING ISSUES ARISING OUT OF APPLICATIONS OF WIRE TRANSFERS TO PRE-PETITION CLAIMS, INCLUDING RECLAMATION CLAIMS (0.3).
WHARTON JN	05/12/06	0.30	DRAFT LETTER TO BE SENT TO RECLAMATION CLAIMANTS RE: ADJUSTMENT OF CLAIMS IN CONNECTION WITH APPLICATION OF WIRE TRANSFERS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	05/15/06	0.90	TELECONFERENCES RE: RECLAMATION CLAIMS WITH S. GRAFTON, COUNSEL TO MATERIAL SCIENCE CORP., (0.1) AND S. VASSER, COUNSEL TO SPEEDLINE (0.1); TELECONFERENCE WITH R. EMANUEL OF DELPHI RE: PRESTOLITE CLAIM (0.1); ANALYZE SPEEDLINE DEMAND FOR IMMEDIATE PAYMENT (0.1); FORMULATE STRATEGY FOR NEGOTIATION TACTICS WITH DISAGREEING CLAIMANTS (0.5).
WHARTON JN	05/16/06	2.00	REVIEW AND ANALYZE PRESENTATION FOR WEEKLY RECLAMATION MEETING AND STATUS REPORTS (0.5); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS ANGEL-DEMMEILL NORTH AMERICA (0.2), TYZ-ALL PLASTICS (0.2); TADIRAN BATTERIES (0.4), CITATION CORP (0.4) AND SCIENTIFIC TUBE (0.3).
WHARTON JN	05/17/06	4.00	TELECONFERENCE WITH B. PICKERING OF MESIROW RE: STATUS OF RECLAMATION CLAIMS (0.4) AND MEETING RE: STATUS OF RECLAMATION PROCESS WITH C. CATTELL, R. EMANUEL AND H. SHERRY OF DELPHI AND A. FRANKUM, C. WU AND T. MCDONAGH OF FTI CONSULTING (1.9); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS SCIENTIFIC TUBE (0.2), ANGEL-DEMMEILL (0.3), TDK (0.2), TYZ-ALL PLASTICS (0.2), AND TADIRAN BATTERIES (0.2), ANALYZE ISSUES RE: INVENTORY TESTING (0.2) AND RE-APPLICATION OF WIRE PAYMENTS (0.4).
WHARTON JN	05/18/06	2.80	ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS ATF, INC. (0.1), TDK (0.1), SCIENTIFIC TUBE (0.2), CENTURY MOLD AND TOOL (0.2), AND FEINTOOL (0.1); ANALYZE ISSUES RE: WIRE RE-APPLICATION (0.8) AND INVENTORY TESTING (0.2); RESEARCH CASE LAW RE: LIEN DEFENSE (1.1).
WHARTON JN	05/19/06	2.30	TELECONFERENCES WITH G. DICONZA, ATTORNEY FOR TYZ-ALL PLASTICS (0.1), L. AGOSTO, ATTORNEY FOR TADIRAN BATTERIES (0.1), T. BUTERA AND D. MURDOCH, ATTORNEYS FOR PPG INDUSTRIES (0.2), AND I. GOLDBERG, ATTORNEY FOR SCIENTIFIC TUBE AND CENTURY MOLD (0.2); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS ANGEL-DEMMEILL (0.3), TYZ-ALL PLASTICS (0.1), TADIRAN BATTERIES (0.3), AND CITATION CORP (0.1); CONTINUE RESEARCH RE: LIEN DEFENSE (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	05/22/06	3.90	TELECONFERENCE WITH C. WU OF FTI RE: STATUS OF OPEN ITEMS (0.1); TELECONFERENCE WITH R. EMANUEL OF DELPHI RE: SCIENTIFIC TUBE, CENTURY MOLD; AND SPEEDLINE RECLAMATION CLAIMS (0.2); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS TADIRAN BATTERIES (0.3), SCIENTIFIC TUBE (0.1), CENTURY MOLD (0.2), FLEXTRONICS (0.3). CITATION CORP (0.2), AND ATF, INC. (0.2); TELECONFERENCE WITH M. SOLOMON, COUNSEL TO CITATION CORP RE: CLAIM (0.1); RESEARCH CASE LAW RE: LIEN DEFENSE (1.4) AND ALTERATION DEFENSE (0.8).
WHARTON JN	05/23/06	1.30	TELECONFERENCE WITH C. CATTELL OF DELPHI RE: STATUS OF RECLAMATIONS PROCESS (0.2); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS WAKO ELECTRONICS (0.2), ALEXANDER MFG (0.2), BRAZEWAY INC. (0.2), CITATION CORP (0.3), AND TADIRAN BATTERIES (0.2).
WHARTON JN	05/24/06	4.10	TELECONFERENCE WITH B. PICKERING OF MESIROW RE: STATUS OF RECLAMATION PROCESS (0.2); TELECONFERENCE WITH H. SHERRY OF DELPHI, AND C. WU AND T. MCDONAGH OF FTI RE: STATUS OF RECLAMATION PROCESS (1.5); REVIEW PRESENTATION FOR WEEKLY RECLAMATION MEETING (0.3); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS CITATION CORP (0.2); TADIRAN BATTERIES (0.3), FLEXTRONICS (0.4), NOMA CO. (0.2), FUJITSU COMPONENTS (0.2), WAKO ELECTRONICS (0.2), ALEXANDER MFG (0.3), AND ADVANTECH PLASTICS (0.3).
WHARTON JN	05/25/06	1.30	CONTINUE TO ANALYZE WIRE RE-APPLICATION ISSUE (0.2); TELECONFERENCES WITH B. RICHARDS OF SONNENSCHNEIN RE: MOLEX'S RECLAMATION CLAIM (0.1) AND M. MACHEN OF SONNENSCHNEIN RE: UNITED PLASTICS GROUP'S RECLAMATION CLAIM (0.1); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS SPEEDLINE (0.2), SCIENTIFIC TUBE (0.3), CENTURY MOLD (0.2), AND CITATION CORP (0.2).
WHARTON JN	05/30/06	2.80	CONTINUE TO RESEARCH LIEN DEFENSE (1.6); ANALYZE AND WORK TO RESOLVE CLAIMS OF RECLAMATION CLAIMANTS ALPINE ELECTRONICS (0.2), MOLEX CO. (0.1), UNITED PLASTICS GROUP (0.2), NOMA CO. (0.1), FUJITSU COMPONENTS (0.2), CITATION CORP (0.1), ALEXANDER MFG (0.2), AND WAKO ELECTRONICS (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	05/31/06	5.80	CONTINUE TO ANALYZE AND WORK TO RESOLVE RECLAMATION CLAIMS OF ANGELL-DEMME (0.3), BRAZEWAY (0.3), THYSSENKRUPP WAUPACA (0.4), CITATION CORP (0.2), TADIRAN BATTERIES (0.3), ADVANTECH PLASTICS (0.3), PPG INDUSTRIES (0.2), AND TYZ-ALL PLASTICS (0.3), TELECONFERENCE WITH A. THAU, COUNSEL TO FLEXTRONICS RE: PROPOSED STIPULATION TO RESOLVE RECLAMATION CLAIM (0.1) AND ANALYZE FLEXTRONICS CLAIM (0.2), REVIEW PRESENTATION FOR WEEKLY RECLAMATION MEETING (0.3), FORMULATE STRATEGY RE: NEGOTIATION TACTICS (0.3), CONTINUE RESEARCH RE: VALIDITY OF LIEN DEFENSE (0.3), ATTEND WEEKLY RECLAMATION STRATEGY MEETING (2.3).
		42.60	
Total Associate		42.60	
DEMMA J	05/01/06	2.10	UPDATE RECLAMATION RESPONSE LOG (2.1).
DEMMA J	05/02/06	1.60	UPDATE RECLAMATION RESPONSE FILE (1.6).
DEMMA J	05/03/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	05/04/06	1.70	UPDATE RECLAMATION RESPONSE LOG (1.7).
DEMMA J	05/05/06	1.70	UPDATE RECLAMATION RESPONSE LOG (1.7).
DEMMA J	05/10/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	05/22/06	0.60	UPDATE RECLAMATION RESPONSE LOG (0.6).
DEMMA J	05/24/06	3.20	UPDATE RECLAMATION RESPONSE LOG (3.2).
DEMMA J	05/26/06	1.10	UPDATE RECLAMATION RESPONSE LOG (1.1).
		13.20	
GILCHRIST JM	05/17/06	6.30	REVIEWING AND ORGANIZING RECLAMATION CLAIM RESPONSES (6.3).
		6.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

NOWICKI JA	05/15/06	4.90	REVIEWING AND ORGANIZING RECLAMATION CLAIM RESPONSES (4.9) .
NOWICKI JA	05/16/06	8.60	REVIEWING AND ORGANIZING RECLAMATION CLAIM RESPONSES (8.6) .
NOWICKI JA	05/17/06	8.80	REVIEWING AND ORGANIZING RECLAMATION CLAIM RESPONSES (8.8) .

22.30

Total Legal Assistant 41.80

WORSHECK TM	05/17/06	1.10	REVIEWING AND ORGANIZING RECLAMATION CLAIM RESPONSES (1.1) .
		1.10	
Total Legal Assistant Support		1.10	

TOTAL TIME 85.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Claims Admin. (Reclamation/Trust Funds)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/03/06	Wharton JN	815.25
Air/Rail Travel - vendor feed	05/10/06	Wharton JN	417.44
Air/Rail Travel - vendor feed	05/17/06	Wharton JN	471.99
Air/Rail Travel - vendor feed	05/17/06	Wharton JN	120.31
Air/Rail Travel - vendor feed	05/23/06	Wharton JN	120.31
Air/Rail Travel - vendor feed	05/23/06	Wharton JN	-120.31
Air/Rail Travel - vendor feed	05/24/06	Wharton JN	204.12
Air/Rail Travel - vendor feed	05/24/06	Wharton JN	120.31
Air/Rail Travel - vendor feed	05/24/06	Wharton JN	-120.31
Air/Rail Travel - vendor feed	05/24/06	Wharton JN	-159.12
Air/Rail Travel - vendor feed	05/30/06	Wharton JN	677.61
Air/Rail Travel - vendor feed	05/30/06	Wharton JN	-632.60
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$1,915.00
In-house Reproduction	05/02/06	Copy Center, D	169.08
In-house Reproduction	05/05/06	Copy Center, D	13.42
In-house Reproduction	05/09/06	Copy Center, D	33.72
In-house Reproduction	05/12/06	Copy Center, D	23.51
In-house Reproduction	05/16/06	Copy Center, D	26.31
In-house Reproduction	05/19/06	Copy Center, D	5.60
In-house Reproduction	05/19/06	Copy Center, D	2.00
In-house Reproduction	05/23/06	Copy Center, D	114.36
In-house Reproduction	05/26/06	Copy Center, D	8.40
In-house Reproduction	05/30/06	Copy Center, D	5.60
TOTAL IN-HOUSE REPRODUCTION			\$402.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	05/26/06	Telecommunications, D	2.23
Telephone Expense	05/26/06	Telecommunications, D	2.73
Telephone Expense	05/26/06	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$5.00
Westlaw	05/22/06	Terwillegger ZD	4.00
		TOTAL WESTLAW	\$4.00
Out-of-Town Travel	05/03/06	Wharton JN	77.00
Out-of-Town Travel	05/03/06	Wharton JN	80.00
Out-of-Town Travel	05/10/06	Wharton JN	77.00
Out-of-Town Travel	05/10/06	Wharton JN	80.00
Out-of-Town Travel	05/17/06	Wharton JN	80.00
		TOTAL OUT-OF-TOWN TRAVEL	\$394.00
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	147.22
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	10.33
Messengers/ Courier	05/07/06	United Parcel Service	62.20
Messengers/ Courier	05/30/06	Dist Serv/Mail/Page, D	9.24
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	73.01
		TOTAL MESSENGERS/ COURIER	\$302.00
Out-of-Town Meals	05/03/06	Wharton JN	7.29
Out-of-Town Meals	05/03/06	Wharton JN	5.29
Out-of-Town Meals	05/10/06	Wharton JN	7.29
Out-of-Town Meals	05/10/06	Wharton JN	4.22
Out-of-Town Meals	05/17/06	Wharton JN	7.18
Out-of-Town Meals	05/17/06	Wharton JN	8.15
Out-of-Town Meals	05/17/06	Wharton JN	9.58
		TOTAL OUT-OF-TOWN MEALS	\$49.00
		TOTAL MATTER	\$3,071.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-19
AUTOMATIC STAY (RELIEF ACTIONS)
304.0 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Automatic Stay (Relief Actions)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	02/06/06	0.90	TELECONFERENCES WITH CHAMBERS RE: BANK OF AMERICA STAY MOTION (0.2); TELECONFERENCE WITH D. KANEY RE: SAME (0.2); FOLLOW UP RE: SAME (0.2); TELECONFERENCE WITH M. ETHIN RE: ADJOURNMENT (0.3).
MATZ TJ	02/07/06	1.30	FOLLOW UP RE: EXTENDING CNA TOLLING PERIOD (0.2); TELECONFERENCE WITH IRS RE: CLOSING VARIOUS DEBTORS' FILE FROM 2002 (0.4); CORRESPONDENCE WITH D. KANEY RE: STAY OF ADVERSARY PROCEEDINGS (0.2); TELECONFERENCE WITH H. LONGMAN RE: SAME (0.2); TELECONFERENCE WITH M. ETKIN RE: STAY OF ADVERSARY PROCEEDINGS (0.2); TELECONFERENCE WITH CHAMBERS RE: SAME (0.1).
MATZ TJ	02/08/06	0.30	TELECONFERENCE WITH H. LONGMAN RE: PLEADING SCHEDULING (0.3).
MATZ TJ	02/27/06	0.20	REVIEW AND REVISE ORLICK LIFT STAY REQUEST (0.2).
MATZ TJ	02/28/06	0.20	CORRESPONDENCE AND FOLLOW UP WORK RE: E. ORLIK LIFT STAY MOTION (0.2).
		2.90	
Total Counsel		2.90	
MEISLER RE	02/23/06	1.30	REVIEW E. ORLIK PLEADINGS (0.8); TELECONFERENCE WITH F. KUPLICKI RE: SAME (0.5).
MEISLER RE	02/27/06	0.20	REVIEW E. ORLIK MATTER (0.2).
		1.50	
MICHELI MJ	02/01/06	1.80	DRAFT CORRESPONDENCE TO J. PAPELIAN RE: BUTTITTA (0.1); TELECONFERENCE WITH F. FRIEDSTEDT RE: BUTTITTA MOTION TO QUASH (0.5); ANALYSIS OF BUTTITTA PLEADINGS RE: SAME (0.2); BEGAN DRAFTING DISCOVERY RESPONSES TO BUTTITTA'S DISCOVERY REQUESTS (1.0).
MICHELI MJ	02/02/06	3.20	CONTINUED DRAFTING BUTTITTA DISCOVERY RESPONSES (1.9); ANALYSIS OF BUTTITTA DISCOVERY REQUESTS RE: REPOSSES TO BE FILED (0.4); TELECONFERENCES WITH D. MATTESON RE: MOTLEY LIFT STAY (0.2, 0.2); TELECONFERENCE WITH F. FRIEDSTEDT RE: BUTTITTA DISCOVERY RESPONSES (0.4); TELECONFERENCE WITH D. STABB RE: SHAW LIFT STAY (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/03/06	3.00	TELECONFERENCE WITH D. STABB RE: LIFT STAY CLAIMANT (0.1); CONTINUED DRAFTING DISCOVERY RESPONSES TO BUTTITTA DISCOVERY REQUESTS (1.2); TELECONFERENCE WITH F. FRIEDSTADT RE: SAME (0.2); CORRESPONDENCE WITH J. PAPELIAN RE: SAME (0.2); DRAFTED TRANSMITTAL LETTER RE: BUTTITTA DISCOVERY RESPONSES (0.4); FINALIZED DISCOVERY RESPONSES TO BUTTITTA DISCOVERY REQUESTS (0.9).
MICHELI MJ	02/17/06	0.30	REVIEW ORLIK LIFT STAY REQUEST (0.1); REVIEW PREVIOUS CORRESPONDENCE RE: BUTTITTA (0.2).
MICHELI MJ	02/23/06	1.60	TELECONFERENCE WITH F. KUPLICKI RE: ORLIK LIFT STAY (0.4); REVIEW ORLIK PLEADINGS (0.3); DRAFTED LETTER TO E. ORLIK (0.9).
MICHELI MJ	02/24/06	1.50	REVISED LETTER TO ORLIK RE: COMMENTS RECEIVED (0.7); REVIEW ORLIK MATERIALS RE: LETTER AND LIFT STAY REQUEST (0.8).
MICHELI MJ	02/27/06	0.50	TELECONFERENCE WITH E. ORLIK (0.2); CORRESPONDENCE WITH E. ORLIK RE: SAME (0.1); TELECONFERENCE WITH R. MCGONGIGLE RE: BUTTITTA LIFT STAY (0.2).
MICHELI MJ	02/28/06	0.60	CORRESPONDENCE WITH T. MATZ RE: ORLIK REQUEST TO LIFT THE STAY (0.1); REVIEW BUTTITTA STATUS (0.1); TELECONFERENCE WITH R. MCGONIGLE RE: SAME (0.2); CORRESPONDENCE WITH J. PAPELIAN RE: SAME (0.2).
		12.50	
Total Associate		14.00	
TOTAL TIME		<u>16.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Automatic Stay (Relief Actions)**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/17/06	Copy Center, D	17.05
In-house Reproduction	02/24/06	Copy Center, D	37.59
In-house Reproduction	02/28/06	Copy Center, D	2.99
In-house Reproduction	02/28/06	Copy Center, D	8.37
		TOTAL IN-HOUSE REPRODUCTION	\$66.00
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	6.14
Messengers/ Courier	02/10/06	Dist Serv/Mail/Page, D	21.58
		TOTAL MESSENGERS/ COURIER	\$40.00
		TOTAL MATTER	\$106.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Automatic Stay (Relief Actions)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
DIAZ LB	03/31/06	5.20	REVIEW LIFT STAY MOTIONS AND CREATED A SPECIAL SERVICE LIST OF DELPHI'S OBJECTIONS (0.9); RESEARCH NOTICE FILING REQUIREMENTS RE: PREVIOUSLY FILED LIFT STAY MOTIONS (0.6); DRAFT DOCUMENTS IN PREPARATION FOR OMNIBUS HEARING RE: LIFT STAY MOTIONS (3.7).
		5.20	
FERN BM	03/27/06	3.50	ATTENTION TO ISSUES RE: LIFT STAY PROCEDURES (0.5); TELECONFERENCE WITH B. TELGEN RE: VARIOUS LIFT-STAY MATTERS (0.3); REVIEWED VARIOUS LIFT STAY MOTIONS FILED AGAINST THE DEBTORS (2.2); FORMULATE STRATEGY RE: RESPONDING TO VARIOUS LIFT STAY MOTIONS (0.5).
FERN BM	03/28/06	4.90	DRAFT OMNIBUS OBJECTION TO LIFT-STAY MOTIONS (3.7); REVISE OMNIBUS OBJECTION TO LIFT-STAY MOTIONS (1.2).
FERN BM	03/29/06	7.30	REVIEWED (0.3) AND ANALYZED ISSUES (0.5) RE: AUTO TECHNOLOGIES' LIFT STAY MOTION; TELECONFERENCE WITH W. KOZOWSKI RE: AUTO TECH (0.3); FORMULATE STRATEGY RE: RESPONSE TO AUTO TECH'S MOTION TO LIFT STAY (0.8); REVIEWED ISSUES RE: LIFT STAY PROCEDURES (1.0); RESEARCH RE: AUTOMATIC STAY AND THIRD-PARTY SUBPOENAS (1.2); RESEARCH RE: EXTENSION OF AUTOMATIC STAY (1.4); REVIEWED AND REVISED OMNIBUS LIFT-STAY OBJECTION (1.6); CORRESPONDENCE TO B. TELGEN RE: LIFT STAY OBJECTION (0.2).
FERN BM	03/30/06	7.50	EMAILS TO/FROM B. TELGEN RE: OMNIBUS LIFT-STAY OBJECTION (0.3); REVIEW DOCUMENTS RE: VARIOUS LIFT-STAY PROCEDURES (0.7); BEGIN DRAFTING LIST OF KEY ISSUES RE: LIFT STAY PROCEDURES (0.5); DRAFT MEMO RE: AUTO TECH (2.8); ATTENTION TO ISSUES RE: AUTO TECH'S LIFT STAY MOTION (0.4); FORMULATE STRATEGY RE: RESPONDING TO AUTO TECH'S MOTION TO LIFT AUTOMATIC STAY (0.4); FORMULATE STRATEGY RE: LIFT STAY PROCEDURES (2.4).
FERN BM	03/31/06	7.50	ATTENTION TO ISSUES RE: AUTO TECH'S MOTION TO LIFT STAY (0.4); REVIEW AND REVISE OMNIBUS LIFT-STAY OBJECTION (3.9); BEGIN DRAFTING OBJECTION TO AUTO TECH'S LIFT-STAY MOTION (3.2).

30.70

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MEISLER RE	03/02/06	0.20	TELECONFERENCE WITH G. DICONZA RE: E. ORLIK MOTION TO LIFT STAY (0.2).
MEISLER RE	03/08/06	0.20	REVIEW LIFT STAY PLEADINGS FILED FOR APRIL OMNIBUS (0.2).
MEISLER RE	03/10/06	0.40	BEGIN TO ANALYZE LIFT STAY PROCEDURES (0.4).
MEISLER RE	03/12/06	2.50	BEGAN ANALYSIS OF LIFT STAY PROCEDURES (2.5).
MEISLER RE	03/13/06	0.50	REVIEW VARIOUS ALTERNATIVES FOR LIFT STAY PROCEDURES (0.5).
MEISLER RE	03/14/06	0.80	CONTINUE TO REVIEW VARIOUS ALTERNATIVES FOR LIFT STAY PROCEDURES (0.8).
MEISLER RE	03/18/06	0.30	CONTINUE REVIEW OF MOTIONS REQUESTING LIFT STAY (0.3).
MEISLER RE	03/27/06	0.70	ATTENTION TO LIFT STAY MOTIONS (0.4) AND LIFT STAY PROTOCOLS (0.3).
MEISLER RE	03/29/06	1.50	REVIEW LIFT STAY MATTERS UP AT THE HEARING ON APRIL 7 (0.3); COMMENT ON DRAFT OMNIBUS OBJECTION RE: SAME (1.2).
MEISLER RE	03/30/06	0.30	CONTINUE TO REVIEW AND COMMENT ON LIFT STAY OBJECTION (0.3).
MEISLER RE	03/31/06	2.60	CONTINUE TO REVIEW AND COMMENT ON LIFT STAY OBJECTION (2.6).
		10.00	
MICHELI MJ	03/03/06	0.40	DRAFT ORLIK LIFT STAY CONTINUANCE SCRIPT (0.4).
MICHELI MJ	03/06/06	0.20	TELECONFERENCE WITH F. FRIEDSTEDT RE: BUTTITTA (0.1); CORRESPONDENCE WITH R. MCGONIGLE RE: SAME (0.1).
MICHELI MJ	03/08/06	0.70	REVIEW OPEN ISSUES FOR THE BUTTITTA MATTER (0.2); DRAFT CORRESPONDENCE RE: SAME (0.2); REVIEW LIFT STAY MOTION FILED BY ELMORE (0.3).
MICHELI MJ	03/09/06	0.50	REVIEW OPEN ISSUES FOR THE BUTTITTA MATTER (0.2); TELECONFERENCE WITH R. MCGONIGLE RE: SAME (0.1); DRAFTED CORRESPONDENCE RE: SAME (0.2).
MICHELI MJ	03/10/06	0.60	TELECONFERENCE WITH J. PAPELIAN, G. JACKSON, G. SIDRONE, F. FRIEDSTEDT RE: BUTTITTA (0.6).
MICHELI MJ	03/13/06	0.20	CORRESPONDENCE WITH BUTTITTA RE: MEET AND CONFER (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	03/17/06	0.70	REVIEW BUTTITTA MATERIALS IN PREPARATION FOR MEET AND CONFER (0.3); BUTTITTA MEET AND CONFER (0.4).
MICHELI MJ	03/18/06	0.50	DRAFT SUMMARY OF BUTTITTA MEET AND CONFER (0.3); DRAFT CORRESPONDENCE TO J. PAPELIAN RE: SAME (0.2).
MICHELI MJ	03/20/06	2.00	ANALYSIS OF BUTTITTA MATTER (0.3); REVIEW FILED LIFT STAY MOTIONS (1.1); TELECONFERENCE WITH G. MOORE RE: ELMORE (0.3); TELECONFERENCE WITH A. LOWELL RE: LIFT STAY ACTION (0.3).
MICHELI MJ	03/21/06	1.20	REVIEW DISCLOSURE RESEARCH RE: LIFT STAY CLAIMANTS (0.3); CONTINUE ANALYSIS OF LIFT STAY MOTIONS (0.4); DRAFT CORRESPONDENCE RE: CONTINUANCE OF LIFT STAY MOTIONS (0.5).
MICHELI MJ	03/27/06	5.50	CONTINUE REVIEW OF FILED MOTIONS TO LIFT THE AUTOMATIC STAY (0.3); CONTINUE DRAFTING OBJECTION TO ELMORE AND O'NEIL MOTIONS TO LIFT THE AUTOMATIC STAY (0.4); CORRESPONDENCE RE: BUTTITTA DISCOVERY (0.3); TELECONFERENCE WITH G. MOORE RE: ELMORE MATTER (0.2); REVIEW MATERIALS RE: SAME (0.2); TELECONFERENCE WITH G. DICONZA RE: ORLIK LIFT STAY (0.2); DRAFT CORRESPONDENCE TO G. DICONZA RE: SAME (0.3); BEGIN REVIEW OF AUTOMOTIVE TECHNOLOGIES MOTION TO MODIFY THE AUTOMATIC STAY (0.5); TELECONFERENCE WITH C. BATTIGLIA RE: SAME (0.2); TELECONFERENCE WITH W. TELIGENT RE: INSURANCE ISSUES (0.3); REVIEW AND ANALYSIS OF INSURANCE ISSUES (0.4); REVISE OBJECTION TO ELMORE AND O'NEIL MOTIONS TO LIFT THE AUTOMATIC STAY (2.2).
MICHELI MJ	03/28/06	2.80	REVISE OBJECTION TO ELMORE AND O'NEIL MOTIONS TO LIFT THE AUTOMATIC STAY (2.5); CORRESPONDENCE WITH G. MOORE AND M. MAZZA RE: INSURANCE ISSUES AND ELMORE AND O'NEIL MOTIONS (0.3).
MICHELI MJ	03/29/06	2.20	CONTINUE REVIEW OF AUTOMOTIVE TECHNOLOGIES MOTION TO MODIFY THE AUTOMATIC STAY (0.6); TELECONFERENCE WITH C. BATTIGLIA RE: SAME (0.3); CORRESPONDENCE WITH WORKING GROUP RE: SAME (0.4); CONTINUE REVISIONS TO OBJECTION TO ELMORE AND O'NEIL MOTIONS TO LIFT THE AUTOMATIC STAY (0.4); TELECONFERENCE WITH W. COSNOWSKY RE: AUTOMOTIVE TECHNOLOGIES (0.2); DRAFT SCRIPT RE: OBJECTION TO ELMORE AND O'NEIL MOTIONS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	03/30/06	2.10	CORRESPONDENCE WITH M. MAZZA RE: O'NEIL LIFT STAY (0.3); REVIEW OPEN ITEMS TO BE COMPLETED RE: AUTO STAY MOTIONS (0.3); TELECONFERENCE WITH W. COSNOWSKY RE: AUTOMOTIVE TECHNOLOGIES (0.2); CORRESPONDENCE TO W. COSNOWSKY RE: SAME (0.2); REVIEW AUTOMOTIVE TECHNOLOGIES MEMO (0.3); TELECONFERENCE WITH G. MOORE RE: ELMORE LIFT STAY (0.3); DRAFT SCRIPT RE: OBJECTION TO ELMORE AND O'NEIL MOTIONS (0.5).
MICHELI MJ	03/31/06	4.00	DRAFT SCRIPT RE: OBJECTION TO ELMORE AND O'NEIL MOTIONS (0.9); CORRESPONDENCE WITH COUNSEL FOR PALMER AND BACKIE (0.2); TELECONFERENCE WITH C. BATTIGLIA RE: AUTO TECHNOLOGIES (0.2); REVIEW SCRIPT RE: OBJECTION TO ELMORE AND O'NEIL MOTIONS (0.4); REVIEW OBJECTION TO ELMORE AND O'NEIL MOTIONS TO LIFT THE AUTOMATIC STAY (1.0); TELECONFERENCE WITH V. MASTROMARCO RE: PALMER AND BACKIE (0.4); TELECONFERENCE WITH J. PAPELIAN RE: OBJECTION TO ELMORE AND O'NEIL MOTIONS (0.2); REVIEW OBJECTION RE: SAME (0.4); CORRESPONDENCE TO W. COSNOWSKY RE: AUTO TECHNOLOGIES (0.3).
		23.60	
Total Associate		69.50	
DEMMA J	03/10/06	5.60	RESEARCH PRECEDENT IN VARIOUS CASES RE: LIFT STAY PROCEDURES FOR PERSONAL INJURY RELATED MATTERS (5.6).
		5.60	
Total Legal Assistant		5.60	
TOTAL TIME		<u>75.10</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Automatic Stay (Relief Actions)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/10/06	Copy Center, D	144.39
In-house Reproduction	03/14/06	Copy Center, D	7.71
In-house Reproduction	03/31/06	Copy Center, D	77.90
		TOTAL IN-HOUSE REPRODUCTION	\$230.00
Telephone Expense	03/31/06	Telecommunications, D	1.09
Telephone Expense	03/31/06	Telecommunications, D	0.91
		TOTAL TELEPHONE EXPENSE	\$2.00
Lexis/Nexis	03/29/06	Fern BM	90.00
		TOTAL LEXIS/NEXIS	\$90.00
Westlaw	03/29/06	Fern BM	180.00
		TOTAL WESTLAW	\$180.00
Vendor Hosted Teleconferencing	03/31/06	Teleconferencing Services, LLC	13.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$13.00
Messengers/ Courier	03/10/06	Straightline Courier	31.84
Messengers/ Courier	03/17/06	Quick Int'l - Ny	363.38
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	16.78
		TOTAL MESSENGERS/ COURIER	\$412.00
Out-of-Town Meals	03/31/06	Meisler RE	34.05
Out-of-Town Meals	03/31/06	Meisler RE	3.95
		TOTAL OUT-OF-TOWN MEALS	\$38.00
		TOTAL MATTER	\$965.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Automatic Stay (Relief Actions)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	04/03/06	1.00	REVIEW LEGAL MEMO RE: AUTO TECHNOLOGIES (0.4); REVIEW UNDERLYING PLEADINGS RE: SAME (0.6).
MARAFIOTI KA	04/04/06	0.50	ANALYSIS OF AUTOMOTIVE TECHNOLOGIES MOTION FOR RELIEF FROM AUTOMATIC STAY (0.2); REVIEW STAY MOTION OF C. PALMER AND H.E. SERVICES. (0.3).
MARAFIOTI KA	04/05/06	1.50	WORK ON OBJECTION TO ATI MOTION FOR RELIEF FROM AUTOMATIC STAY (1.3); CORRESPONDENCE TO MOVANTS IN AUTOMATIC STAY LITIGATION (0.2).
MARAFIOTI KA	04/06/06	0.80	WORK ON REPLY IN SUPPORT OF O'NEILL MOTION FOR RELIEF FROM AUTOMATIC STAY (0.4); WORK ON ATI OUTLINE FOR HEARING (0.4).
MARAFIOTI KA	04/10/06	0.20	WORK ON PROPOSED ATI ORDER AND RELATED CORRESPONDENCE (0.2).
MARAFIOTI KA	04/18/06	0.40	REVIEW DRAFT SETTLEMENT PROCEDURES PLEADINGS AND AUTOMATIC STAY PLEADINGS (0.4).
		4.40	
Total Partner		4.40	
MATZ TJ	04/03/06	1.50	WORK ON PALMER, HE SERVICES LIFT STAY MOTIONS AND POSSIBLE RESPONSE (0.6); WORK ON AUTOMOTIVE TECHNOLOGIES LIFT STAY RESPONSE (0.9).
MATZ TJ	04/05/06	1.20	WORK ON OBJECTION TO AUTOMATED TECHNOLOGIES LIFT STAY MOTION (1.2).
MATZ TJ	04/06/06	0.20	REVIEW AND COMMENT ON DRAFT LIFT STAY ORDER (0.2).
MATZ TJ	04/13/06	0.30	REVIEW BORG WARNER RELIEF FROM AUTOMATIC STAY MOTION (0.3).
MATZ TJ	04/17/06	0.20	FOLLOW UP WORK RE: TOLLING AGREEMENT WITH CNA EXTENSION TO 6/15 (0.2).
MATZ TJ	04/19/06	0.20	REVIEW RE: DISCOVERY REQUEST RE: O'NEILL LIFT STAY MOTION (0.2).
		3.60	
Total Counsel		3.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DIAZ LB	04/03/06	1.90	RESEARCH CASE LAW RELATED TO LIFT STAY MOTIONS (1.9).
DIAZ LB	04/04/06	11.30	DRAFT OBJECTIONS TO LIFT STAY MOTIONS SUBMITTED BY H.E. SERVICES AND C. PALMER (7.1); CONTINUE TO RESEARCH CASE LAW RELATED LIFT STAY MOTIONS (4.2).
DIAZ LB	04/05/06	4.80	RESEARCH LIFT STAY MOTIONS IN RELATION TO PATENT LITIGATION (0.7); CONTINUE TO DRAFT OBJECTIONS TO MOTIONS FILED BY H.E. SERVICES AND C. PALMER (4.1).
DIAZ LB	04/06/06	14.30	CONTINUE TO DRAFT OBJECTIONS TO H.E. SERVICES AND CINDY PALMER MOTIONS RE: LIFTING OF THE AUTOMATIC STAY (4.7); DRAFT SCRIPTS/PROFFER FOR LIFT STAY MOTIONS FOR H.E. SERVICES AND CINDY PALMER (9.6).
DIAZ LB	04/24/06	0.30	ATTEND, MEET AND CONFER RE: H.E. SERVICES AND C. PALMER LIFT STAY MOTIONS (0.3).
		32.60	
FERN BM	04/03/06	5.10	FORMULATE STRATEGY RE: VARIOUS LIFT STAY MOTIONS (0.9); DRAFT OUTLINE RE: PROPOSED LIST STAY PROCEDURES (4.2).
FERN BM	04/04/06	1.30	REVIEW AND REVISE ATI OBJECTION (0.5); CORRESPONDENCE TO W. COSNOWSKY RE: SAME (0.2); REVISE OBJECTION TO ATI LIFT STAY MOTION (0.6).
FERN BM	04/05/06	2.90	REVIEW AND REVISE ATI OBJECTION (0.5); PREPARE SCRIPT FOR ATI LIFT STAY MOTION (2.4).
FERN BM	04/06/06	6.80	FORMULATE STRATEGY RE: PALMER AND HE SERVICES LIFT STAY MOTIONS (0.5); OUTLINE ISSUES RE: VARIOUS LIFT STAY MOTIONS (0.6); REVIEW AND REVISE OBJECTION TO PALMER LIFT STAY MOTION (2.2); ATTENTION TO ISSUES RE: STATUS OF PALMER AND HE SERVICES MOTIONS (0.4); REVIEW AND COMMENT ON ATI STATUS REPORT FOR FEDERAL CIRCUIT (0.7); REVIEW SCRIPTS TO PALMER AND HE SERVICES MOTIONS (1.0); REVIEW AND REVISE SCRIPT FOR O'NEIL MOTION (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/07/06	3.20	DRAFT LIFT STAY ORDERS FOR ATI AND O'NEIL (0.7); REVISE ATI AND O'NEILL ORDERS (0.5); REVISE ATI ORDER TO REFLECT MEDIATION (0.4); EMAIL TO D. SHERBIN AND J. PAPELIAN RE: O'NEILL MOTION (0.4); REVISE ATI ORDER PER COURT ORDER (0.5); TELECONFERENCE WITH W. TELGEN RE: O'NEIL DISCOVERY REQUEST (0.3); DOCUMENT O'NEIL FILE RE: SAME (0.4).
FERN BM	04/10/06	8.70	REVISE ORDER RE: ATI LIFT STAY MOTION (0.3); DRAFT MOTION RE: LIFT STAY PROCEDURES (4.2); DRAFT PROCEDURES RE: RELIEF FROM AUTOMATIC STAY (3.7); DRAFT EXHIBITS TO LIFT STAY MOTION (0.5).
FERN BM	04/11/06	5.90	ANALYSIS OF ISSUES RE: LIFT STAY PROCEDURES (0.8); BEGIN DRAFTING QUESTIONNAIRE FOR LIFT STAY PROCEDURES (3.7); REVIEW APRIL 7 TRANSCRIPT RE: VARIOUS LIFT STAY MOTIONS (0.5); COMPLETE DRAFT OF QUESTIONNAIRE FOR LIFT STAY PROCEDURES (0.9).
FERN BM	04/12/06	2.60	DRAFT AGENDA FOR LIFT STAY PROCEDURES MEETING (2.1); REVIEW O'NEILL DISCOVERY REQUESTS (0.3); TELECONFERENCE WITH M. MAZZA RE: DISCOVERY REQUESTS (0.2).
FERN BM	04/13/06	0.40	REVIEW DATA RE: ESTIMATED LIABILITIES UNDER INSURANCE AGREEMENTS (0.4).
FERN BM	04/17/06	2.90	BEGIN DRAFTING RESPONSE TO O'NEILL DISCOVERY REQUEST (2.9).
FERN BM	04/18/06	7.00	EMAILS TO/FROM B. TELGEN RE: O'NEILL DISCOVERY REQUEST (0.4); REVIEW DOCUMENTS FOR RELEVANCE AND PRIVILEGE RE: O'NEILL DISCOVERY REQUEST (0.9); TELECONFERENCE WITH B. TELGEN RE: O'NEILL DISCOVERY (0.3); CONTINUE DRAFTING RESPONSE TO O'NEILL DISCOVERY REQUEST (4.5); ATTENTION TO ISSUES RE: PRODUCTION OF DOCUMENTS RE: O'NEILL (0.4); DRAFT PROTECTIVE ORDER RE: O'NEILL DISCOVERY REQUEST (0.3); EMAIL TO M. MAZZA RE: SAME (0.2).
FERN BM	04/19/06	3.30	REVISE AGENDA FOR LIFT STAY PROCEDURE MEETING (0.9); FORMULATE STRATEGY RE: LIFT STAY PROCEDURES (1.3); TELECONFERENCE WITH M. MAZZA RE: O'NEILL (0.3); COMPLETE DRAFT OF O'NEILL DISCOVERY RESPONSE (0.8).
FERN BM	04/20/06	0.90	EMAILS TO/FROM B. FRANTANGELLO RE: O'NEILL (0.2); REVISE LIFT-STAY PROCEDURE MOTION (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/21/06	0.70	FORMULATE STRATEGY RE: LIFT STAY PROCEDURES (0.7).
FERN BM	04/25/06	1.00	REVISE RESPONSE TO O'NEILL DISCOVERY REQUEST (1.0).
FERN BM	04/26/06	0.80	REVISE O'NEILL DISCOVERY RESPONSE (0.8).
FERN BM	04/27/06	0.50	REVIEW AND REVISE FEDERAL CIRCUIT REPORT RE: ATI (0.5).
54.00			
MEISLER RE	04/02/06	0.60	REVIEW ATI MOTION TO LIFT STAY (0.6).
MEISLER RE	04/03/06	0.50	CONTINUE TO REVIEW TO LIFT STAY MATTERS ON AGENDA FOR APRIL 7TH HEARING (0.5).
MEISLER RE	04/04/06	1.50	REVIEW LIFT STAY PLEADINGS FILED BY PALMER (0.4) AND H.E. SERVICES (0.4); TELECONFERENCE WITH COUNSEL RE: SAME (0.2); PLANNING RE: SAME (0.5).
MEISLER RE	04/05/06	1.70	DRAFT CORRESPONDENCE TO COUNSEL FOR PALMER AND H.E. SERVICES RE: CONTINUANCE (1.0) AND REVISED SAME (0.2); CONTINUE PREPARATION FOR HEARING RE: SAME (0.5).
MEISLER RE	04/11/06	0.80	CONTINUE TO WORK ON LIFT STAY PROCEDURES (0.8).
MEISLER RE	04/12/06	0.80	REVIEW AGENDA FOR MEETING WITH J. PAPELIAN RE: LIFT STAY PROCEDURES (0.3); REVIEW STATUS OF O'NEILL DOCUMENT PRODUCTION (0.5).
MEISLER RE	04/13/06	0.30	REVIEW BORGWARNER MOTION TO LIFT STAY (0.3).
MEISLER RE	04/14/06	1.00	CONTINUE TO REVIEW BORGWARNER MOTION TO LIFT STAY (0.3); TELECONFERENCE WITH N. BERGER RE: SAME (0.7).
MEISLER RE	04/18/06	0.70	CONFERENCE WITH G. BERTOLINI RE: BORGWARNER MOTION (0.2); REVIEW AGENDA FOR LIFT STAY MEETING WITH J. PAPELIAN AND PREPARE FOR SAME (0.3); REVIEW SUPPLEMENTAL OBJECTIONS FILED BY H.E. SERVICES AND PALMER (0.2).
MEISLER RE	04/19/06	1.60	CONTINUE PREPARATION FOR MEETING WITH J. PAPELIAN RE: LIFT STAY PROCEDURES (0.7); CONFERENCE WITH J. PAPELIAN AND B. TELGEN RE: SAME (0.9).
MEISLER RE	04/24/06	2.00	REVIEW DOCUMENT PRODUCTION AND RESPONSES TO INTERROGATORIES IN RESPONSE TO O'NEILL LIFT STAY DISCOVERY REQUEST (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/25/06	0.40	DRAFT CORRESPONDENCE TO D. SHERBIN RE: INQUIRIES FROM DOM (0.4).
MEISLER RE	04/26/06	0.10	WORK ON LIFT STAY MATTERS (0.1).
		12.00	
MICHELI MJ	04/01/06	1.20	BEGIN DRAFTING SCRIPTS RE: AUTOMATIC STAY OBJECTIONS (1.2).
MICHELI MJ	04/02/06	1.20	BEGIN REVIEW OF OBJECTION TO ATI LIFT STAY MOTION (0.6); BEGIN REVISIONS RE: SAME (0.6).
MICHELI MJ	04/03/06	3.20	CONTINUE REVISIONS TO OBJECTION TO ATI LIFT STAY MOTION (1.1); CONTINUE REVIEW OF OPEN LIFT STAY MATTERS (0.9); TELECONFERENCE WITH G. MOORE RE: ELMORE LIFT STAY (0.3); BEGIN REVIEW OF LETTER RE: PALMER AND BACKIE LIFT STAY MATTERS (0.3); BEGIN DRAFTING RESPONSE TO LETTER RE: PALMER AND BACKIE LIFT STAY MATTERS (0.6).
MICHELI MJ	04/04/06	1.00	CONTINUE REVIEW OF OPEN LIFT STAY MATTERS (0.4); TELECONFERENCE WITH C. BROWN RE: PALMER LIFT STAY MOTION (0.2); ANALYSIS OF PALMER AND BACKIE LIFT STAY MATTERS (0.4).
MICHELI MJ	04/05/06	5.30	REVIEW OBJECTION TO PALMER LIFT STAY MOTION (0.3); CONTINUE REVIEW OF OPEN LIFT STAY MATTERS (0.2); BEGIN REVISIONS TO OBJECTION TO ATI LIFT STAY MOTION (1.6); FINALIZE OBJECTION TO ATI LIFT STAY MOTION (0.4); CORRESPONDENCE WITH C. BATTALIGIA RE: SAME (0.3); BEGIN REVISIONS TO OBJECTION TO BACKIE AND PALMER LIFT STAY MOTIONS (1.1); DRAFT AND REVISE LETTER TO V. MASTROMARCO RE: BACKIE AND PALMER LIFT STAY MOTIONS (1.4).
MICHELI MJ	04/06/06	2.70	BEGIN REVISIONS TO SCRIPT FOR BACKIE AND PALMER LIFT STAY MATTERS (0.7); BEGIN REVIEW OF SCRIPTS AND PROFFERS RE: LIFT STAY MOTIONS AND OBJECTIONS (2.0).
MICHELI MJ	04/10/06	1.00	TELECONFERENCE WITH F. FRIEDSTEDT RE: BUTTITTA LIFT STAY MOTION (0.1); DRAFT ORDER ON THE ATI MATTER (0.9).
MICHELI MJ	04/11/06	0.50	REVIEW ATI ORDER RE: LIFT STAY MOTION (0.2); REVIEW STIPULATION RE: BUTTITTA LIFT STAY MOTION (0.3).
MICHELI MJ	04/18/06	0.40	REVIEW SUPPLEMENTAL MOTIONS OF PALMER AND BACKIE LIFTING THE STAY (0.4).
MICHELI MJ	04/20/06	0.40	BEGIN DRAFTING LETTER TO V. MASTROMARCO RE: BAKIE AND PALMER LIFT STAY MOTIONS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

16.90

ZAMBRANO K	04/26/06	1.30	ADDRESS ISSUES RE: ORLIK LIFT STAY MOTION (0.2); PALMER LIFT STAY MOTION (0.3); H.E. SERVICES LIFT STAY MOTION (0.4); BUTTITTA LIFT STAY MOTION (0.2); AND ELMORE LIFT STAY MOTION (0.2).
ZAMBRANO K	04/28/06	5.40	REVIEW ISSUES RE: PALMER LIFT STAY MOTION (0.4); DRAFT STIPULATION RE: SAME (1.2); AND DRAFT LETTER TO PALMER'S ATTORNEY RE: SAME (0.4); REVIEW ISSUES RE: HE SERVICES LIFT STAY MOTION (0.5); REVIEW AND REVISE OBJECTION RE: SAME (0.8); REVIEW ISSUES RE: AUTOMATIC STAY REQUEST FROM GROCE (0.6); TELECONFERENCE WITH P. NEWTON RE: SAME (0.3); REVIEW ISSUES RE: ORLICK LIFT STAY MOTIONS (0.3); REVIEW ISSUES RE: BUTTITTA LIFT STAY MOTION (0.4); DRAFT LETTER TO V. MASTROMARCO RE: PALMER AND H.E. SERVICES (0.5).
		6.70	

Total Associate 122.20

TOTAL TIME 130.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Automatic Stay (Relief Actions)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/07/06	Copy Center, D	63.60
In-house Reproduction	04/11/06	Copy Center, D	5.70
In-house Reproduction	04/21/06	Copy Center, D	0.70
TOTAL IN-HOUSE REPRODUCTION			\$70.00
Telephone Expense	04/28/06	Telecommunications, D	4.88
Telephone Expense	04/28/06	Telecommunications, D	6.00
Telephone Expense	04/28/06	Telecommunications, D	0.12
TOTAL TELEPHONE EXPENSE			\$11.00
Westlaw	04/05/06	Ziegler VE	1,285.88
Westlaw	04/06/06	Ziegler VE	319.12
TOTAL WESTLAW			\$1,605.00
Messengers/ Courier	04/05/06	Dist Serv/Mail/Page, D	6.00
TOTAL MESSENGERS/ COURIER			\$6.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	16.00
TOTAL OUTSIDE RESEARCH/INTERNET SERVICES			\$16.00
TOTAL MATTER			\$1,708.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Automatic Stay (Relief Actions)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	05/25/06	1.60	WORK ON AUTOMATIC STAY PROCEDURES MOTION (1.1); WORK ON AUTOMATIC STAY PROCEDURES ORDER (0.5).
MARAFIOTI KA	05/29/06	1.50	PREPARE FOR EXPECTED CONTESTED HEARING FOR O'NEILL MOTION FOR RELIEF FROM AUTOMATIC STAY (1.5).
MARAFIOTI KA	05/30/06	1.20	MEET WITH W. TELGEN IN PREPARATION FOR POSSIBLE TESTIMONY AT HEARING ON O'NEILL MOTION FOR RELIEF FROM THE AUTOMATIC STAY (1.2).
MARAFIOTI KA	05/31/06	1.40	REVIEWED MARKED L&W COMPLAINT (0.2); REVIEW AND REVISE ANSWER TO COMPLAINT (1.2).
		5.70	
Total Partner		5.70	
MATZ TJ	05/11/06	0.20	FOLLOW UP WORK RE: ADJOURNMENT OF LIFT STAY MATTERS (PALMER, H.E. SERVICES) (0.2).
MATZ TJ	05/29/06	0.20	REVIEWING AND FORWARDING TO CHAMBERS O'NEIL STIPULATION AND PROTECTIVE ORDER (0.2).
MATZ TJ	05/30/06	0.60	WITNESS PREPARATION OF W. TELGEN RE: O'NEIL MOTION TO LIFT STAY (0.6).
		1.00	
Total Counsel		1.00	
FERN BM	05/02/06	0.20	EMAIL TO M. MAZZA RE: O'NEILL (0.2).
FERN BM	05/05/06	0.30	REVIEWED DOCUMENTS IN RESPONSE TO O'NEILL DISCOVERY REQUEST (0.3).
FERN BM	05/08/06	0.70	ATTENTION TO ISSUES RE: O'NEILLS' DISCOVERY REQUEST (0.4); EMAIL TO J. CROTTY RE: O'NEILL (0.3).
FERN BM	05/11/06	0.60	ATTENTION TO ISSUES RE: O'NEILL DISCOVERY (0.4); REVIEW CORRESPONDENCE RE: ALFARO LIFT-STAY MOTION (0.2).
FERN BM	05/15/06	1.40	ATTENTION TO ISSUES RE: O'NEILL DISCOVERY (0.3); REVIEWED DATA RE: LIFT STAY PROCEDURES (0.5); TELECONFERENCE WITH J. CROTTY RE: O'NEILL (0.3); EMAIL TO/FROM J. CROTTY RE: SAME (0.3).
FERN BM	05/16/06	5.90	DRAFTED LIFT STAY PROCEDURE MOTION (4.2); CONTINUED DRAFTING LIFT STAY PROCEDURE MOTION (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	05/17/06	7.80	TELECONFERENCE WITH J. CROTTY RE: O'NEILL (0.2); EMAIL TO J. CROTTY RE: SAME (0.3); COMPLETED DRAFT OF LIFT STAY PROCEDURE MOTION (5.4); DRAFTED LIFT STAY PROCEDURE ORDER (1.9).
FERN BM	05/19/06	5.30	REVISED LIFT STAY PROCEDURE ORDER (0.7); REVISED LIFT STAY PROCEDURE MOTION (1.9); FORMULATE STRATEGY RE: LIFT STAY PROCEDURES (0.6); EMAIL TO W. TELGEN RE: LIFT STAY PROCEDURES (0.4); EMAIL TO/FROM J. CROTTY RE: O'NEILL (0.3); REVIEWED O'NEILLS' COMMENTS TO PROTECTIVE ORDER (0.5); FORMULATE STRATEGY RE: SAME (0.4); REVIEWED CORRESPONDENCE RE: PARKER LIFT-STAY MOTION (0.2); ATTENTION TO ISSUES RE: LIFT STAY PROCEDURES (0.3).
FERN BM	05/22/06	3.90	EMAIL FROM B. TELGEN RE: LIFT STAY PROCEDURES (0.3); TELECONFERENCE WITH B. TELGEN RE: SAME (0.2); REVISED LIFT STAY PROCEDURES (1.2); TELECONFERENCE WITH D. STAAB RE: AMARO (0.3); EMAIL TO P. FUGEE RE: PARKER (0.2); REVIEWED PARKER LIFT STAY MOTION AND SUPPORTING DOCUMENTATION (1.2); FORMULATE STRATEGY RE: VARIOUS LIFT STAY MOTIONS (0.5).
FERN BM	05/23/06	6.70	TELECONFERENCE WITH M. SOBIERAY RE: GROCE (0.2); TELECONFERENCE WITH G. DICORZA RE: ORLIK (0.4); TELECONFERENCE WITH W. TELGEN RE: ORLIK (0.3); EMAIL TO M. SOBIERAY RE: GROCE (0.2); EMAILS TO/FROM G. DICONZA RE: ORLIK (0.5); EMAIL TO I. HESSING RE: LIFT STAY PROCEDURES (0.2); ATTENTION TO ISSUES RE: O'NEIL DISCOVERY (0.3); EMAIL TO J. CROTTY RE: PROTECTIVE ORDER (0.4); ATTENTION TO SERVICE LIST FOR LIFT STAY PROCEDURES MOTION (0.8); ATTENTION TO ISSUES RE: LIFT STAY PROCEDURES (0.9); EMAILS TO/FROM K. SCHAFER RE: LIFT STAY PROCEDURES (0.3); RESEARCH RE: THIRD PARTY DISCOVERY (2.2).
FERN BM	05/24/06	5.70	REVIEWED AND REVISED SCRIPT TO O'NEILL MOTION (0.6); ADDITIONAL RESEARCH RE: NON-PARTY DISCOVERY TO DEBTOR (1.9); ADDITIONAL REVIEW OF O'NEILL SCRIPT (0.7); ATTENTION TO O'NEILL DISCOVERY ISSUES (0.4); REVISED LIFT STAY PROCEDURE MOTION (2.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	05/25/06	6.00	REVIEW SERVICE OF LIFT STAY PROCEDURES MOTION (0.3); DRAFTED NOTICE RE: LIFT-STAY PROCEDURES MOTION (0.3); TELECONFERENCE WITH J. CROTTY RE: O'NEILL DISCOVERY (0.4); REVISED LIFT STAY PROCEDURES (2.9); REVISED LIFT STAY PROCEDURE ORDER (0.8); ADDITIONAL REVISIONS TO O'NEILL PROTECTIVE ORDER (0.7); PREPPED FROM O'NEILL HEARING (0.6).
FERN BM	05/26/06	4.40	TELECONFERENCE WITH B. TELGEN RE: O'NEILL (0.3); REVISED LIFT STAY PROCEDURE MOTION (0.6); REVISED SCRIPT TO O'NEILL MOTION (2.8); EMAILS TO/FROM J. CROTTY RE: O'NEILL PROTECTIVE ORDER (0.4); CORRESPONDENCE TO J. CROTTY RE: RESPONSE TO DISCOVERY (0.3).
FERN BM	05/29/06	2.20	FORMULATE STRATEGY RE: O'NEILL HEARING (0.9); TELECONFERENCE WITH W. TELGEN RE: O'NEILL (0.3); REVISED O'NEILL SCRIPT (1.0).
FERN BM	05/30/06	5.20	PREPARED FOR O'NEILL HEARING (3.5); ATTENDED MAY 30 OMNIBUS HEARING (0.9); REVIEWED VARIOUS CORRESPONDENCE RE: O'NEILL DISCOVERY (0.6); TELECONFERENCE WITH J. CROTTY RE: O'NEILL (0.2).
FERN BM	05/31/06	3.90	EMAIL TO J. CROTTY RE: PROTECTIVE ORDER (0.2); EMAIL TO J. PAPELIAN AND J. DERIAN RE: SAME (0.2); RESEARCH PLEADINGS RE: FLEX-TECH (0.5); TELECONFERENCE WITH D. SCHAEFER RE: FLEX-TECH LITIGATION (0.3); ANALYZED ISSUES RE: PARKER LIFT STAY MOTION (1.8); VARIOUS EMAILS TO/FROM P. FUGEE RE: PARKER LIFT STAY MOTION (0.6); EMAIL TO J. PAPELIAN RE: PARKER (0.3).
		60.20	
MEISLER RE	05/01/06	0.90	REVIEW AND REVISE OBJECTION TO LIFT STAY MOTIONS (0.9).
MEISLER RE	05/03/06	1.10	CONTINUED TO WORK ON OBJECTIONS TO LIFT STAY MOTIONS (0.3) AND REQUEST FOR DOCUMENT PRODUCTION RE: O'NEILL (0.5); REVIEW PROPOSED RESOLUTION OF PALMER LIFT STAY MOTION (0.3).
MEISLER RE	05/04/06	0.60	TELECONFERENCE WITH C. BROWN RE: LIFT STAY (0.2); PREPARE FOR TELECONFERENCE WITH J. PAPELIAN RE: O'NEILL (0.2); TELECONFERENCE WITH J. PAPELIAN RE: SAME (0.2).
MEISLER RE	05/05/06	0.50	CONTINUED TO EVALUATE LIFT STAY MATTERS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/08/06	1.80	WORK ON LIFT STAY PROCEDURES (0.7); CONTINUED TO WORK ON O'NEILL RE: COMMENTS TO PROTECTIVE ORDER (0.2); TELECONFERENCE WITH J. PAPELIAN AND J. DERIAN RE: SAME (0.2); FOLLOW UP TELECONFERENCE WITH J. DERIAN RE: SAME (0.1); FOLLOW UP RE: SAME (0.6).
MEISLER RE	05/09/06	1.00	REVIEW AND REVISE OBJECTION TO H.E. SERVICES MOTION TO LIFT STAY (1.0).
MEISLER RE	05/11/06	0.50	REVIEW CORRESPONDENCE RE: LIFT STAYS (0.2); CONFERENCE WITH J. PAPELIAN RE: LIFT STAY MOTIONS (0.3).
MEISLER RE	05/12/06	0.30	REVIEW E. PARKER LIFT STAY MOTION (0.3).
MEISLER RE	05/18/06	0.80	ATTENTION TO LIFT STAY MOTIONS (0.8).
MEISLER RE	05/19/06	1.00	REVIEW LIFT STAY PROCEDURES (1.0).
MEISLER RE	05/21/06	0.30	REVIEW AND EDIT LIFT STAY PROCEDURES (0.3).
MEISLER RE	05/23/06	0.70	REVIEW STATUS OF O'NEILL LIFT STAY MATTER AND REVIEW COUNSEL'S COMMENTS TO PROTECTIVE ORDER (0.3); TELECONFERENCE WITH J. PAPELIAN RE: SAME (0.1); REVIEW INQUIRY RE: INTERPLAY BETWEEN THIRD-PARTY SUBPOENAS AND THE AUTOMATIC STAY (0.3).
MEISLER RE	05/25/06	0.60	CONTINUED ATTENTION TO O'NEILL LIFT STAY MATTER (0.6).
MEISLER RE	05/29/06	1.80	CONFERENCE RE: O'NEILL LIFT STAY IN PREPARATION FOR 5/30 HEARING (0.8); CONTINUED ATTENTION TO SAME (1.0).
MEISLER RE	05/30/06	2.00	CONTINUED PREPARATION FOR O'NEILL LIFT STAY (2.0).

13.90

ZAMBRANO K	05/17/06	3.20	CONTINUE DRAFTING OBJECTION TO PALMER LIFT STAY MOTION (1.3); ADDRESS ISSUES RE CHANGE IN HEARING DATE AND NUMEROUS LIFT STAY MOTIONS, INCLUDING OBTAINING EXECUTED AGREEMENT FROM H.E. SERVICES AND PALMER ATTORNEY (0.8); REVIEW ISSUES RE: FLEX-TECH LIFT STAY MOTION, INCLUDING ANALYZING DOCUMENTS RE SAME (1.1).
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3.20

Total Associate

77.30

DEMMA J	05/23/06	1.60	PREPARE SERVICE LIST RE: LIFT STAY PROCEDURES (1.6).
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1.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	05/19/06	0.40	COMPILE, FORWARD 7TH SUPPLEMENTAL CASE MANAGEMENT ORDER TO P. FUGEE (RE: E. PARKER, CH. 7 TRUSTEE STAY MOTION) AND V. MASTROMARCO (RE: PALMER AND H.E. SERVICES STAY MOTIONS) (0.4).
ROSEN R	05/23/06	0.70	COMPILE AND FORWARD 9019 STAY MOTIONS TO REQUESTING TEAM ATTORNEY (0.7).
ROSEN R	05/25/06	2.40	REVIEW O'NEILL LIFT STAY MOTION, DEBTOR'S OMNIBUS REPLY AND COMPILE, PREPARE CASE LAW BINDER RE: SAME (1.6); PREPARE, FORWARD CASE LAW BINDER TO NY OFFICE RE: SAME (0.2); COMPILE, PREPARE EXCERPTS OF 1/5/06 AND 4/7/06 HEARING TRANSCRIPTS (0.6).
ROSEN R	05/29/06	2.60	PREPARE, COMPILE SETS OF DOCUMENTS PRODUCED TO O'NEILL COUNSEL ON 5/26 AS POTENTIAL COURT EXHIBITS (0.9); UPDATE HEARING BINDERS RE: REVISED O'NEILL SUPPORTING DOCUMENTS (0.9); PREPARE, FINALIZE O'NEILL CASE LAW BINDERS (0.8).
		6.10	
Total Legal Assistant		7.70	
TOTAL TIME		<u>91.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Automatic Stay (Relief Actions)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/29/06	Fern BM	346.00
Air/Rail Travel - vendor feed	05/29/06	Fern BM	346.00
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$692.00
In-house Reproduction	05/04/06	Copy Center, D	1,437.89
In-house Reproduction	05/05/06	Copy Center, D	1.80
In-house Reproduction	05/09/06	Copy Center, D	3.20
In-house Reproduction	05/16/06	Copy Center, D	0.60
In-house Reproduction	05/23/06	Copy Center, D	5.60
In-house Reproduction	05/26/06	Copy Center, D	16.40
In-house Reproduction	05/30/06	Copy Center, D	23.51
TOTAL IN-HOUSE REPRODUCTION			\$1,489.00
Lexis/Nexis	05/02/06	Zambrano K	67.38
Lexis/Nexis	05/10/06	Zambrano K	56.26
Lexis/Nexis	05/23/06	Fern BM	170.36
TOTAL LEXIS/NEXIS			\$294.00
Westlaw	05/23/06	Fern BM	19.16
Westlaw	05/24/06	Fern BM	39.75
Westlaw	05/24/06	Diaz LB	49.32
Westlaw	05/25/06	Fern BM	12.77
TOTAL WESTLAW			\$121.00
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.33
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.34
Messengers/ Courier	05/15/06	Dist Serv/Mail/Page, D	6.33
TOTAL MESSENGERS/ COURIER			\$19.00
Wireless - Mobile/Cellular/Pager	04/09/06	Meisler RE	21.00
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$21.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL MATTER	\$2,636.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
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(312) 407-0700
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-20
ENVIRONMENTAL MATTERS
201.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Environmental Matters

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	02/06/06	0.70	REVIEW OF UNIVERSAL TOOL OBJECTION (0.7).
BERLIN K	02/07/06	0.20	TELECONFERENCE WITH M. HESTER RE: RECENT DEVELOPMENTS (0.2).
BERLIN K	02/08/06	1.20	TELECONFERENCE WITH D. BICKNELL RE: NEW BRUNSWICK SITE (0.2); TELECONFERENCE WITH M. WEXLER RE: SAME AND RE: REQUEST TO PROVIDE DOCUMENTS FOR CALIFORNIA ASBESTOS CASE (0.2); REVIEW OF NEW BRUNSWICK DOCUMENTS AND TELECONFERENCE WITH WORKING GROUP RE: SAME (0.8).
BERLIN K	02/09/06	4.40	PREPARE FOR AND TELECONFERENCE WITH M. HESTER ET AL. RE: FIN 47 (1.7); TELECONFERENCE WITH D. MUNRO AND LETTER TO NYS DEC GENERAL COUNSEL RE: FEE CHARGE ISSUE (0.7); REVIEW OF LATEST MOTION SUMMARY CHART (0.5); REVIEW OF FEBRUARY 2 AND FEBRUARY 3RD PRESENTATIONS TO CREDITORS (1.5).
BERLIN K	02/10/06	2.10	TAKE PART IN SKADDEN TELECONFERENCE RE: EVENTS NEXT WEEK, GM NEGOTIATIONS, NEW BRUNSWICK ISRA ISSUES AND IO-K DISCLOSURE ISSUES (0.5); DRAFT APPEAL LETTER TO NEW YORK DEC RE: PENALTIES FOR FAILURE TO PAY PRE-PETITION REGULATORY FEES (0.5); TELECONFERENCE WITH M. HESTER RE: GM ISSUES (0.2); PREPARE FOR AND TAKE PART IN TELECONFERENCE WITH M. HESTER AND K. JONES RE: NEW BRUNSWICK, ANAHEIM, OLEANTIA AND TRW ISSUES (0.9).
BERLIN K	02/13/06	0.20	TELECONFERENCE WITH M. WEXLER RE: IRVINE LEASE ISSUES (0.2).
BERLIN K	02/14/06	0.70	REVIEW OF IRVINE LEASE AND ENVIRONMENTAL REPORT (0.7).
BERLIN K	02/15/06	0.60	TELECONFERENCE WITH M. WEXLER RE: IRVINE REPORT AND MICHIGAN LAND DONATION (0.3); TELECONFERENCE WITH K. JONES RE: KETTERING, OHIO PENALTY MATTER (0.3).
BERLIN K	02/17/06	0.40	FURTHER REVIEW OF OHIO PENALTY ISSUE AND TELEPHONE CONFERENCE WITH R. MEISLER RE: SAME (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERLIN K	02/20/06	2.60	REVIEW OF BACKGROUND DOCUMENTS ON IRVINE ENVIRONMENTAL ISSUES IN PREPARATION FOR TELECONFERENCE WITH DELPHI RE: SAME AND TELECONFERENCE WITH WORKING GROUP RE: SAME (1.4); TAKE PART IN TELECONFERENCE WITH M. WEXLER, K. DANZ, M. HESTER ET AL. RE: SAME (1.2).
BERLIN K	02/23/06	0.90	REVIEW OF NEW IRVINE DOCUMENTS AND TEAM TELECONFERENCE WITH M. WEXLER, M. HESTER, D. BICKNELL ET AL. RE: IRVINE PHASE 1 AND TURNING IT OVER TO LANDLORD (0.7); TELECONFERENCE WITH K. JONES RE: OHIO PERMITTING ACTIONS (0.2).
BERLIN K	02/24/06	0.90	PREPARE FOR AND TAKE PART IN SKADDEN CONFERENCE CALL ON STATUS AND OPEN ISSUES INCLUDING ENVIRONMENTAL ISSUES (0.9).
BERLIN K	02/28/06	1.40	TELECONFERENCE WITH M. HESTER RE: GM EMA ISSUES (0.2); TELECONFERENCE WITH C. SULLIVAN OF NEW YORK DEPARTMENT OF ENVIRONMENTAL CONSERVATION AND EMAIL RE: SAME (0.4); PREPARE DESCRIPTION OF LEGAL WORK TO DATE (0.8).
		16.30	
WEXLER MP	02/08/06	1.00	REVIEW MEMORANDUM RE: ENVIRONMENTAL ISSUES IN CONNECTION WITH ABANDONMENT OF PROPERTY (1.0).
WEXLER MP	02/10/06	0.30	TELECONFERENCE WITH M. HESTER AND K. JONES RE: ENVIRONMENTAL ISSUES AND CLEAN UP AT EUROPEAN PROPERTIES PURCHASED FROM TRW (0.3).
WEXLER MP	02/14/06	0.40	REVIEW MATERIALS RE: ABILITY TO ABANDON REAL ESTATE IN CHAPTER 11 IN THE EVENT OF ENVIRONMENTAL ISSUES (0.4).
WEXLER MP	02/15/06	0.60	FOLLOW UP ON ISSUES OF DONATION OF PROPERTY AND RESULTING ENVIRONMENTAL OBLIGATIONS (0.6).
		2.30	
Total Partner		18.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JACKSON JL	02/10/06	4.20	LOCATE AND REVIEW FIN47 AND RELATED MATERIALS AND BEGIN DRAFTING MEMORANDUM ON SAME (4.2).
JACKSON JL	02/13/06	8.10	CONTINUE REVIEW FIN 47, FAS 143, DRAFTING MEMORANDUM ON SAME (8.1).
JACKSON JL	02/14/06	8.40	CONTINUE DRAFTING AND REVISING MEMORANDUM ON FIN 47; REVIEWING RELATED MATERIALS (8.4).
JACKSON JL	02/15/06	7.10	CONTINUE DRAFTING, REVISING FIN 47 MEMORANDUM (7.1).
JACKSON JL	02/16/06	1.00	COMPLETE DRAFTING OF FIN 47 MEMORANDUM (1.0).
		28.80	
Total Counsel		28.80	
MEISLER RE	02/08/06	2.30	ANALYSIS OF ENVIRONMENTAL CONCERNS IN CONNECTION WITH POTENTIAL SALE (0.6) AND REVIEW CASE LAW RE: SAME (0.8); TELECONFERENCE WITH WORKING GROUP RE: SAME (0.9).
		2.30	
Total Associate		2.30	
TOTAL TIME		<u>49.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/10/06	Copy Center, D	3.00
		TOTAL IN-HOUSE REPRODUCTION	\$3.00
Telephone Expense	02/24/06	Telecommunications, D	0.90
Telephone Expense	02/24/06	Telecommunications, D	1.10
		TOTAL TELEPHONE EXPENSE	\$2.00
Messengers/ Courier	02/09/06	Dist Serv/Mail/Page, D	6.10
Messengers/ Courier	02/09/06	Dist Serv/Mail/Page, D	5.94
Messengers/ Courier	02/09/06	Dist Serv/Mail/Page, D	5.93
Messengers/ Courier	02/10/06	Dist Serv/Mail/Page, D	5.93
Messengers/ Courier	02/10/06	Dist Serv/Mail/Page, D	6.10
		TOTAL MESSENGERS/ COURIER	\$30.00
		TOTAL MATTER	\$35.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	03/01/06	0.40	REVIEW OF CASE CALENDAR (0.4).
BERLIN K	03/02/06	0.30	TELECONFERENCE WITH M. HESTER RE: IRVINE, CALIFORNIA ISSUES (0.3).
BERLIN K	03/03/06	0.50	TAKE PART IN SKADDEN STRATEGY TEAM TELEPHONE CONFERENCE (0.5).
BERLIN K	03/07/06	1.30	REVIEW UNSECURED CREDITORS PRESENTATION AND LATEST CALENDAR OF MATTER (1.3).
BERLIN K	03/08/06	0.80	PREPARE FOR AND TAKE PART IN TELEPHONE CONFERENCE WITH K. JONES RE: NEW BRUNSWICK ISRA ISSUES (0.8).
BERLIN K	03/14/06	1.30	PREPARE FOR TELECONFERENCE WITH FINANCIAL ADVISORS RE: ENVIRONMENTAL LIABILITIES (1.3).
BERLIN K	03/15/06	0.50	TELECONFERENCE WITH A. FRANKUM RE: ENVIRONMENTAL LIABILITIES (0.5).
BERLIN K	03/16/06	1.90	TELECONFERENCE WITH M. HESTER RE: TEAM CALL TODAY ON ENVIRONMENTAL ACCOUNTING ISSUES (0.2); PREPARE EMAIL ON GM EMA ISSUES (0.9); PREPARE FOR AND TELECONFERENCE WITH M. HESTER ET AL. RE: ACCOUNTING ISSUES (0.8).
BERLIN K	03/17/06	0.30	TELECONFERENCE WITH M. HESTER RE: IRVINE ENVIRONMENTAL ISSUES (0.3).
BERLIN K	03/21/06	2.50	PREPARE FOR MARCH 22 TELECONFERENCE ON SALES OF PROPERTY, INCLUDING REVIEW OF PRESENTATION AND TELECONFERENCE WITH M. WEXLER RE: SAME (1.6); REVIEW OF KANSAS DEPARTMENT OF NATURAL RESOURCES NRD CLAIM (0.5); TELECONFERENCE WITH M. HESTER AND K. JONES RE: SALE OF CORRECTIVE ACTION FACILITIES (0.4).
BERLIN K	03/22/06	1.90	PREPARE FOR AND TAKE PART IN TELECONFERENCE WITH M. HESTER, ET AL. RE: REAL ESTATE SALES (1.9).
BERLIN K	03/27/06	2.10	REVIEW AND MARKUP OF ANAHEIM CONSENT ORDER AND TELECONFERENCE WITH K. JONES RE: SAME (1.3); REVIEW OF MARKUP OF ACCOUNTANTS' DESCRIPTION OF ENVIRONMENTAL MATTERS (0.6); TELECONFERENCE WITH K. JONES RE: AIR PERMIT PAYMENT ISSUES (0.2).
BERLIN K	03/28/06	1.10	PREPARE EMAIL ON LANGUAGE IN ACCOUNTANTS' MEMORANDUM ON CLEANUP ISSUE (0.4); REVIEW OF LATEST LITIGATION DOCKET AND TIMELINE (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERLIN K	03/30/06	0.40	TELECONFERENCE WITH J. AMODEO AND M. HESTER RE: OLANTHE, KANSAS ISSUE AND TELECONFERENCE FROM CITY LAWYER (0.4).
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15.30

LYONS JK	03/08/06	1.10	CONFERENCE WITH CLIENT RE: NEW BRUNSWICK PUT TRANSACTION AND ENVIRONMENTAL ISSUES (1.1).
		1.10	

Total Partner	16.40
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TOTAL TIME	<u>16.40</u>
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	03/31/06	Telecommunications, D	0.48
Telephone Expense	03/31/06	Telecommunications, D	0.52
		TOTAL TELEPHONE EXPENSE	\$1.00
Westlaw	03/14/06	Ziegler VE	137.00
		TOTAL WESTLAW	\$137.00
		TOTAL MATTER	\$138.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 05/31/06
Bill Number: 1108515**

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	04/03/06	1.60	TAKE PART IN TEAM TELECONFERENCE (0.7); PREPARE FOR APRIL 4 TELECONFERENCE (0.6); REVIEW OF DAYTON SETTLEMENT LANGUAGE (0.3).
BERLIN K	04/04/06	2.00	PREPARE FOR AND TAKE PART IN TELECONFERENCE WITH M. HESTER AND K. JONES ET AL. RE: ENVIRONMENTAL AUDITS, DUE DILIGENCE AND REMEDIATION (2.0).
BERLIN K	04/06/06	1.10	TELECONFERENCE WITH M. HESTER RE: IRVINE ISSUES (0.3); REVIEW OF MINUTES OF MARCH 30 MEETING OF UNSECURED CREDITORS (0.8).
BERLIN K	04/12/06	0.60	REVIEW NEW BRUNSWICK ISRA MOTION (0.6).
BERLIN K	04/17/06	1.20	REVIEW OF NEW BRUNSWICK PUT MOTION (1.2).
BERLIN K	04/19/06	0.90	REVIEW OF LATEST CASE CALENDAR (0.3); REVIEW OF NEW BRUNSWICK PUT AGREEMENT (0.6).
BERLIN K	04/21/06	1.20	TELECONFERENCE WITH M. HESTER, ET AL. RE: IRVINE LEASE REJECTION ISSUES AND REVIEW OF SAME (1.2).
BERLIN K	04/26/06	2.90	REVIEW AND ANALYZE RE: IRVINE ENVIRONMENTAL ISSUES, RESEARCH RE: SAME AND MEMORANDUM TO CLIENT RE: SAME (2.9).
BERLIN K	04/27/06	5.10	REVIEW OF LATEST OBJECTION BY UNIVERSAL TOOL TO LEASE REJECTION AND EMAILS RE: SAME (1.4); PREPARE MEMORANDUM ON IRVINE ISSUE (2.1); REVIEW OF NEW BRUNSWICK EMA (1.1); REVIEW OF LATEST MOTION SUMMARY CHART AND CASE TABLE (0.5).
BERLIN K	04/28/06	1.50	REVIEW OF REVISED JCI EMAIL (0.3); REVIEW OF GM LEASE AMENDMENT AND PREPARE EMAIL RE: SAME (1.2).

18.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	04/03/06	2.50	REVIEW CLIENT MATERIALS RE: ENVIRONMENTAL ISSUES AT OWNED AND CLOSING PLANTS IN PREPARATION FOR CONFERENCE CALL (1.4); REVIEW CLIENT MATERIALS RE: ENVIRONMENTAL ISSUES AT LEASED FACILITIES AND FOLLOW UP ON ISSUES RAISED BY CLIENT IN PREPARATION FOR CONFERENCE CALL (1.1).
WEXLER MP	04/04/06	4.30	PREPARATION FOR (0.5) AND TELECONFERENCE WITH CLIENT RE: ENVIRONMENTAL OBLIGATIONS IN CONNECTION WITH POTENTIAL SALES OF PROPERTY (2.3) AND FOLLOW UP ON MATTERS DISCUSSED (0.8); REVIEW ISSUES IN CONNECTION WITH ENVIRONMENTAL TESTING AT IRVINE, CALIFORNIA LEASED PROPERTY AND CONSIDER STRATEGY FOR DEALING WITH SAME (0.7).
WEXLER MP	04/06/06	2.90	PREPARE FOR (0.6) AND PARTICIPATE IN TELECONFERENCE WITH CLIENT TO DISCUSS ENVIRONMENTAL TESTING/REMEDIATION OBLIGATIONS AT IRVINE, CALIFORNIA LEASED PREMISES (1.3) AND FOLLOW UP ON ISSUES (0.8); REVIEW CORRESPONDENCE FROM D. BICKNELL RE: IRVINE ISSUES (0.2).
WEXLER MP	04/07/06	1.20	REVIEW ISSUES IN CONNECTION WITH IRVINE LEASE AND ENVIRONMENTAL MATTERS AND REVIEW UNDERLYING DOCUMENTATION IN CONNECTION THEREWITH (0.6); REVIEW CORRESPONDENCE FROM BICKNELL RE: ENVIRONMENTAL TESTING AT IRVINE AND FOLLOW UP ON ISSUES PRESENTED (0.6).
WEXLER MP	04/18/06	0.60	REVIEW CORRESPONDENCE FROM LANDLORD RE: ACCESS TO IRVINE, CA PROPERTY FOR TESTING AND FOLLOW UP WITH CLIENT ON RESPONSE TO SAME (0.6).
WEXLER MP	04/25/06	2.20	REVIEW AND COMMENT ON SEVERAL DRAFTS OF MEMO TO CLIENT RE: ENVIRONMENTAL CLEANUP ISSUES AT IRVINE, CA (1.4) AND FOLLOW UP ON RESEARCH AND ISSUES REQUIRED TO COMPLETE SAME (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	04/26/06	2.90	REVIEW STRATEGIC ISSUES IN CONNECTION WITH ENVIRONMENTAL REMEDIATION AND LANDLORD DISCOVERY IN CONNECTION WITH IRVINE, CA LEASE AND STATUS OF RESEARCH IN CONNECTION THEREWITH (1.3); REVIEW AND COMMENT ON REVISED DRAFT OF MEMO TO CLIENT RE: SAME (0.5); REVIEW RESULTS OF RESEARCH ON ISSUES AND EXPAND RESEARCH ITEMS (0.5); REVIEW ISSUES AND STRATEGY IN CONNECTION WITH AMENDING GM LEASE TO TERMINATE PLANT 11 AND WASTE WATER TREATMENT PLANT (0.6).
WEXLER MP	04/27/06	1.90	REVIEW AND COMMENT ON REVISED MEMO TO CLIENT RE: ENVIRONMENTAL AND REJECTION ISSUES AT IRVINE, CA (1.2); FOLLOW UP ON OPEN ISSUES (0.4); CORRESPONDENCE AND FOLLOW UP WITH CLIENT IN CONNECTION THEREWITH (0.3).
		18.50	
Total Partner		36.60	
AMODEO JA	04/26/06	2.50	RESEARCH TREATMENT OF ENVIRONMENTAL COSTS FOLLOWING REJECTION OF LEASE (2.5).
AMODEO JA	04/27/06	7.60	RESEARCH ENVIRONMENTAL COSTS ON ADMINISTRATIVE EXPENSE FOLLOWING REJECTION OF LEASE (7.6).
AMODEO JA	04/28/06	7.90	RESEARCH TREATMENT OF ENVIRONMENTAL EXPENSES FOLLOWING LEASE REJECTION; DRAFT MEMORANDUM (7.9).
		18.00	
Total Counsel		18.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/26/06	2.00	REVIEW AND EVALUATE ENVIRONMENTAL MATTERS (2.0) .
		2.00	
TOUSSI S	04/25/06	1.50	RESEARCH ENVIRONMENTAL LIABILITY MATTERS RELATED TO PROPERTY LEASES (1.5) .
TOUSSI S	04/26/06	5.60	RESEARCH ISSUES RELATED TO WHEN ENVIRONMENTAL CLAIMS ACCRUE PREPETITION OR POSTPETITION (2.5) , PREPARE MEMO RE: SAME IN CONNECTION WITH REJECTING REAL ESTATE LEASE IN IRVINE CA (1.5) ; VARIOUS CONFERENCE CALLS TO DISCUSS SAME (0.8) ; REVIEW LEASES AND RELATED DOCUMENTS IN CONNECTION WITH PREPARING MEMO (0.8) .
		7.10	
Total Associate		9.10	
TOTAL TIME		<u>63.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	04/26/06	Eisenberg MG	38.00
		TOTAL LEXIS/NEXIS	\$38.00
Westlaw	04/26/06	Amodeo JA	358.11
Westlaw	04/27/06	Amodeo JA	226.26
Westlaw	04/28/06	Amodeo JA	317.63
		TOTAL WESTLAW	\$902.00
		TOTAL MATTER	\$940.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Environmental Matters

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	05/01/06	4.40	REVIEW OF MOTION BY CALIFORNIA ATTORNEY GENERAL'S OFFICE TO APPEAR IN CASE; EMAIL RE: SAME AND REVIEW OF IMPLICATIONS FOR IRVINE MATTER (0.6); PREPARE MEMORANDUM ON SETTING UP TRUST, REVIEW ISSUES RE: SAME AND TELEPHONE CONFERENCE WITH M. HESTER RE: SAME (3.8).
BERLIN K	05/02/06	1.90	REVIEW OF MATERIALS ON PROPERTIES FOR MAY 3 MEETING IN DETROIT AND EMAIL RE: SAME (1.3); TELECONFERENCE WITH M. FUKUDA RE: NEW BRUNSWICK ISSUES AND REVIEW OF SAME (0.6).
BERLIN K	05/03/06	6.20	PREPARE FOR AND ATTEND MEETINGS IN TROY, MI WITH M. HESTER, K. JONES AND J. HUNT, ET AL. RE: TRUST AGREEMENT (6.2).
BERLIN K	05/04/06	4.80	PREPARE FOR AND TAKE PART IN TELEPHONE CONFERENCE WITH M. FUKUDA AND JCI RE: NEW BRUNSWICK ISSUE (1.2); DRAFT POWERPOINT ON PROPERTY TRUST (3.4); TELECONFERENCE WITH K. JONES RE: NEW BRUNSWICK ISSUE (0.2).
BERLIN K	05/05/06	2.20	REVIEW MATERIALS ON POSSIBLE EXPERTS FOR TRUST MATTER AND EMAILS RE: SAME (0.7); REVISE TRUST POWERPOINT (1.3); TELECONFERENCE WITH M. HESTER RE: TRUST AGREEMENT (0.2).
BERLIN K	05/08/06	2.20	CONTINUE DRAFTING OF TRUST PRESENTATION AND EMAIL RE: SAME (1.8); REVIEW OF LATEST CASE CALENDAR AND MOTION SUMMARY CHART (0.4).
BERLIN K	05/09/06	0.30	REVISE TRUST PRESENTATION (0.3).
BERLIN K	05/10/06	0.90	REVIEW AND MARKUP OF NEW BRUNSWICK MOTION (0.9).
BERLIN K	05/11/06	1.20	TELECONFERENCE WITH M. HESTER RE: INDIANAPOLIS MOTION AND REVIEW OF SAME (0.7); CONTINUED REVIEW OF TRUST ISSUES (0.5).
BERLIN K	05/16/06	1.40	REVIEW OF UNIVERSAL TOOL OBJECTION, ISSUES RAISED BY SAME (1.4).
BERLIN K	05/17/06	3.20	REVIEW OF MEMORANDUM ON LEASES AND ABANDONMENT AND PREPARE INSERT TO IT BRIEF RE: SAME (2.2); REVIEW OF POWERPOINT ON MAY 3 MEETING OF CREDITORS (0.7); TELECONFERENCE WITH M. HESTER RE: TREMONT LANDFILL (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERLIN K	05/18/06	3.30	REVIEW OF DOCUMENTS ON MICHIGAN SITE (1.2); REVIEW OF PHASE 1 FOR WARREN, OHIO SITE (0.7); REVIEW OF NEW BRUNSWICK DRAFT ORDER, LETTER AND TRANSFER AGREEMENT (1.4).
BERLIN K	05/19/06	3.40	PREPARE FOR AND TAKE PART IN DELPHI TEAM WEEKLY TELECONFERENCE DISCUSSING PROPERTY TRUST AND GM EMA (1.4); REVIEW OF LATEST DRAFT OF UNIVERSAL TOOL MOTION (0.6); TELECONFERENCE WITH M. HESTER RE: NEXT STEPS (0.3); REVIEW OF EPA NOTICE LETTER AND PROPOSED ORDER FOR TREMONT SITE (1.1).
BERLIN K	05/20/06	1.20	MARKUP OF M. HESTER'S MATERIALS ON GM EMA (1.2).
BERLIN K	05/24/06	0.70	REVIEW OF NEW BRUNSWICK MOTION PAPERS (0.7).
BERLIN K	05/30/06	1.20	TELEPHONE CONFERENCE WITH K. JONES ET AL. RE: NEW BRUNSWICK PRESENTATION TO CREDITORS (0.4); REVIEW OF NEW BRUNSWICK PLEADINGS (0.8).
BERLIN K	05/31/06	0.40	TELECONFERENCE WITH M. HESTER RE: JUNE 9 MEETING IN TROY, MI (0.4).
		38.90	
WEXLER MP	05/02/06	3.10	PREPARATION FOR MEETING IN TROY RE: PROPERTIES WITH ENVIRONMENTAL ISSUES, INCLUDING REVIEW OF SUMMARY OF TRUST ISSUES AND FORM OF TRUST AGREEMENT (2.3); REVIEW STATUS OF LAUREL, MS AND OTHER PROPERTIES IN PREPARATION FOR MEETING IN TROY (0.8).
WEXLER MP	05/03/06	6.10	MEETING WITH M. HESTER, K. JONES, C. COMERFORD, J. HUNT RE: ENVIRONMENTAL ISSUES ON PROPERTIES TO BE CLOSED AND STRATEGIES FOR DEALING WITH SAME (5.3); REVIEW ISSUES WITH C. COMERFORD ON TREATMENT OF LAUREL, MS PROPERTY AND FOLLOW UP ON SAME (0.8).
WEXLER MP	05/04/06	2.20	REVIEW AND CONSIDER TREATMENT/SPECIFICS OF LAUREL, MS PROPERTY (0.7); REVIEW MORTGAGED PROPERTIES AND ISSUES RELATING THERETO (0.6); REVIEW OWNED PROPERTY INFORMATION AND CONSIDER ENVIRONMENTAL STRATEGY IN CONNECTION THEREWITH (0.9).
WEXLER MP	05/08/06	2.30	REVIEW ENVIRONMENTAL MATERIALS RE: ADRIAN, MI AND WARREN, OH FACILITIES (1.6); REVIEW AND COMMENT ON DRAFT OF POWER POINT PRESENTATION FOR MANAGEMENT RE: CREATION OF TRUST FOR PROPERTIES (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	05/09/06	0.30	REVISIONS TO MEMO RE: DISPOSITION OF PROPERTIES WITH ENVIRONMENTAL ISSUES (0.3) .
WEXLER MP	05/19/06	1.80	FOLLOW UP ON ISSUES RAISED IN CONNECTION WITH A POTENTIAL TRUST FOR CLOSING OPERATION PROPERTIES AND CORRESPONDENCE WITH CLIENT RE: SAME (1.4) ; REVIEW STATUS AND STRATEGY FOR POTENTIAL CLOSE OF WICHITA FALLS PLANT (0.4) .
WEXLER MP	05/23/06	0.40	FOLLOW UP CORRESPONDENCE RE: MEETING WITH CLIENT ON ENVIRONMENTAL PROPERTY TRUST AND PREPARATION (0.4) .
WEXLER MP	05/25/06	0.20	CORRESPONDENCE WITH CLIENT RE: ENVIRONMENTAL TRUST MEETING AND ISSUES (0.2) .
		16.40	
Total Partner		55.30	
AMODEO JA	05/01/06	7.60	RESEARCH TREATMENT OF ENVIRONMENTAL EXPENSES AS ADMINISTRATIVE EXPENSE FOLLOWING LEASE REJECTION (7.6) .
AMODEO JA	05/02/06	3.80	DRAFT MEMORANDUM ON ENVIRONMENTAL CLEAN UP COSTS AS ADMINISTRATIVE EXPENSE (3.8) .
AMODEO JA	05/03/06	1.50	RESEARCH ISRA FOR MEMORANDUM ON SALE OF NEW BRUNSWICK SITE (1.5) .
AMODEO JA	05/11/06	4.30	RESEARCH TREATMENT OF CLEANUP COSTS ON LEASE REJECTION (4.3) .
		17.20	
Total Counsel		17.20	
TOTAL TIME		<u>72.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/03/06	Berlin K	1,037.77
Air/Rail Travel - vendor feed	05/03/06	Wexler MP	485.97
Air/Rail Travel - vendor feed	05/03/06	Wexler MP	835.26
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,359.00
In-house Reproduction	05/02/06	Copy Center, D	1.80
In-house Reproduction	05/26/06	Copy Center, D	0.20
		TOTAL IN-HOUSE REPRODUCTION	\$2.00
Telephone Expense	05/26/06	Telecommunications, D	1.43
Telephone Expense	05/26/06	Telecommunications, D	1.56
Telephone Expense	05/26/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$3.00
Westlaw	05/01/06	Amodeo JA	76.17
Westlaw	05/16/06	Amodeo JA	398.74
Westlaw	05/17/06	Amodeo JA	103.09
		TOTAL WESTLAW	\$578.00
Printing to paper from TIF	05/24/06	Copy Center, D	23.00
		TOTAL PRINTING TO PAPER FROM TIF	\$23.00
		TOTAL MATTER	\$2,965.00

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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-21
LITIGATION (INSURANCE RECOVERY)
208.1 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Litigation (Insurance Recovery)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/06	1.10	CONSIDER JOINT PROTOCOL APPROACH FOR CREDITORS' COMMITTEE INVOLVEMENT INCLUDING LIASE WITH D. SHERBIN (0.9); BEGIN TO PREPARE FOR FEBRUARY 8TH STATUS CONFERENCE BEFORE JUDGE ROSEN IN DETROIT FEDERAL COURT RE: ERISA AND FEDERAL SECURITIES CONSOLIDATED LITIGATION (0.2).
BUTLER, JR. J	02/07/06	1.70	PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) TELECONFERENCE WITH D. SHERBIN, J. PAPELIAN AND B. TELGEN AND OTHERS RE: ERISA AND FEDERAL SECURITIES LITIGATION MATTERS; PREPARE FOR FEBRUARY 8TH STATUS CONFERENCE BEFORE JUDGE ROSEN IN DETROIT FEDERAL COURT RE: ERISA AND FEDERAL SECURITIES CONSOLIDATED LITIGATION INCLUDING TELECONFERENCES AND EMAILS WITH J. PAPELIAN (0.4); EMAILS FROM/TO A. TENZER AND B. POLOVOY RE: UNDERWRITERS MOTION TO EXTEND STAY AND NEXT STEPS (0.2).
BUTLER, JR. J	02/08/06	3.30	PREPARE FOR (1.0) AND ATTEND (2.3) STATUS CONFERENCE BEFORE JUDGE ROSEN IN DETROIT FEDERAL COURT RE: ERISA AND FEDERAL SECURITIES CONSOLIDATED LITIGATION.
BUTLER, JR. J	02/21/06	1.30	CONTINUE TO EVALUATE UNDERWRITERS' REQUEST TO STAY FEDERAL MDL LITIGATION IN DETROIT (0.3); EMAIL TO D. KUNEY RE LIKELY DEBTORS' OPPOSITION TO SAME (0.1); REVIEW WHITE PAPERS AND RELATED MATERIALS (0.9).
BUTLER, JR. J	02/24/06	0.40	EMAILS FROM/TO D. KUNEY RE DEBTORS' OPPOSITION TO UNDERWRITERS REQUEST TO STAY FEDERAL MDL LITIGATION IN DETROIT (0.3); EMAILS TO/FROM J. PAPELIAN RE SAME (0.1).
		7.80	
SPRINGER DE	02/15/06	0.80	DRAFT MESSAGE TO J. PAPELIAN RE: ISSUES IN SECURITIES LITIGATION (0.8).
SPRINGER DE	02/20/06	1.70	TELECONFERENCES WITH D. KUNEY RE: UNDERWRITERS' ADVERSARY (0.3); CONFERENCE WITH N. MACDONALD RE: APPALOOSA, ERISA, AND UNDERWRITERS' ADVERSARY (0.6); REVIEW ERISA CLAIMANTS' MOTION FOR CLASS CERTIFICATION AND SUPPORTING MEMORANDUM (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SPRINGER DE	02/21/06	1.30	TELECONFERENCES WITH J. BUTLER (0.3); REVIEW ERISA STIPULATION AND PROPOSED ORDER (0.5); TELECONFERENCES WITH R. ROSENBERG AND M. BROUDE RE: ERISA AND SCALP ADVERSARIES (0.5).
SPRINGER DE	02/22/06	1.50	TELECONFERENCES WITH J. PAPELIAN RE: ERISA ISSUES (0.5); REVIEW TRANSCRIPT OF MDL LITIGATION HEARING (1.0).
SPRINGER DE	02/23/06	0.50	TELECONFERENCES WITH M. BROUDE RE: ERISA CLAIMANTS STIPULATION (0.5).
SPRINGER DE	02/26/06	2.20	DRAFT STATEMENT RE: UNDERWRITERS' MOTION TO EXTEND STAY (2.2).
		8.00	
Total Partner		15.80	
MATZ TJ	02/08/06	0.70	FOLLOW UP WORK RE: SECURITIES, ERISA CLASS ACTIONS, AND UNDERWRITERS ADVERSARY PROCEEDING (0.7).
MATZ TJ	02/27/06	0.40	REVIEW ERISA PLAINTIFFS CLASS ACTION STIPULATION (0.2); FOLLOW UP TELECONFERENCE WITH CHAMBERS RE: SAME (0.1); FORWARD SAME TO CHAMBERS (0.1).
		1.10	
Total Counsel		1.10	
FERN BM	02/21/06	4.20	REVIEWED RESEARCH RE: ERISA CLASS CERTIFICATION (0.4); ADDITIONAL RESERACH RE: CLASS CERTIFICATION (0.3); FORMULATE STRATEGY RE: ERISA CLASS CERTIFICATION (0.6); DRAFTED PROPOSED STIPULATION RE: ERISA CLASS CERTIFICATION (2.4); REVIEWED DISTRICT COURT FILINGS RE: ERISA LITIGATION (0.5).
FERN BM	02/22/06	0.90	REVISED PROPOSED STIPULATION FOR ERISA MOTION (0.4); ADDITIONAL REVISIONS TO ERISA STIPULATION (0.3); EMAIL TO G. GOTTO RE: ERISA STIPULATION (0.2).
FERN BM	02/24/06	1.10	TELECONFERENCE WITH G. GOTTO RE: ERISA CLASS CERTIFICATION MOTION (0.3); EMAILS TO/FROM M. BROUDE RE: MOTION TO CERTIFY ERISA CLASS (0.3); DRAFTED PRESENTATION SLIDES RE: MOTION TO CERTIFY ERISA CLASS (0.5).
FERN BM	02/27/06	2.20	ATTENTION TO ISSUES RE: PROVISIONS OF ERISA STIPULATION (1.7); EMAILS TO/FROM G. GOTTO RE: ERISA STIPULATION (0.3); EMAILS TO/FROM M. BROUDE RE: ERISA STIPULATION (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/28/06	0.90	DRAFTED SCRIPT FOR PRESENTATION OF ERISA MOTION (0.9).
		9.30	
MACDONALD N	02/20/06	8.80	REVIEW ERISA-RELATED LITIGATION PLEADINGS AND MEMORANDA RELATED TO SAME (8.8).
MACDONALD N	02/21/06	3.20	MEET AND CONFER WITH COUNSEL FOR CREDITORS' COMMITTEE ABOUT PENDING MATTERS AND FOLLOW-UP DISCUSSIONS RE: SAME (0.7); CONTINUE REVIEW OF ERISA-BASED PLEADINGS (2.5).
		12.00	
MEISLER RE	02/01/06	0.80	RESEARCHED AND REVIEWED ORDERS RE: JOINT REVIEW PROTOCOLS (0.8).
MEISLER RE	02/03/06	1.30	REVIEWED AND ANALYZED UNDERWRITER'S MOTION AND COMPLAINT TO EXTEND STAY (0.7); TELECONFERENCES WITH M. BROUDE RE: SAME (0.1, 0.1); TELECONFERENCE WITH D. KUNEY (COUNSEL TO UNDERWRITERS) RE: SAME (0.4).
MEISLER RE	02/07/06	0.20	TELECONFERENCE WITH J. PAPELIAN RE: MOTION FILED BY UNDERWRITERS (0.2).
MEISLER RE	02/16/06	2.10	REVIEW MOTION AND MEMORANDUM FOR CERTIFICATION OF ERISA CLASS ACTION (1.4); REVIEW CASE LAW RE: SAME (0.7).
MEISLER RE	02/20/06	0.40	REVIEW ERISA CLASS CERTIFICATION MOTION (0.4).
MEISLER RE	02/22/06	0.30	CONTINUED ANALYSIS OF UNDERWRITERS' MOTION AND COMPLAINT TO EXTEND STAY (0.3).
		5.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MICHELI MJ	02/01/06	0.70	CORRESPONDENCE RE: SHAW LIFT STAY MOTION (0.2); BEGAN REVIEW OF UNDERWRITERS ADVERSARY PROCEEDING TO EXTEND THE AUTOMATIC STAY (0.3); CORRESPONDENCE WIRH J. PAPELIAN RE: SAME (0.2).
MICHELI MJ	02/03/06	0.30	BEGAN REVIEW OF PLEADINGS SEEKING TO EXTEND THE AUTOMATIC STAY RE: UNDERWRITERS (0.3).
MICHELI MJ	02/06/06	0.30	BEGAN DRAFTING SCRIPT RE: UNDERWRITERS MOTION FOR EXTENSION OF STAY (0.3).
MICHELI MJ	02/26/06	2.70	BEGAN RESEARCH IN CONNECTION WITH THE UNDERWRITERS MOTION FOR EXTENTION OF THE AUTOMATIC STAY (2.7).

4.00

Total Associate

30.40

ZSOLDOS AF	02/20/06	1.20	RESEARCH FOR PRECEDENTS IN ENRON AND WORLDWIDE RE: LEAD PLAINTIFF'S CLASS ACTION BRISA LITIGATION CERTIFICATION OF CLASS DOCUMENTS (1.2).
		1.20	
Total Legal Assistant		1.20	

TOTAL TIME

48.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Litigation (Insurance Recovery)**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel (external)	02/08/06	Butler, Jr. J	156.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$156.00
Out-of-Town Travel	02/08/06	Butler, Jr. J	60.00
Out-of-Town Travel	02/08/06	Butler, Jr. J	9.00
		TOTAL OUT-OF-TOWN TRAVEL	\$69.00
Out-of-Town Meals	02/08/06	Butler, Jr. J	17.00
		TOTAL OUT-OF-TOWN MEALS	\$17.00
		TOTAL MATTER	\$242.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Litigation (Insurance Recovery)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/12/06	0.40	REVIEW DRAFTS OF JOINT REVIEW PROTOCOL PLEADINGS (0.4).
BUTLER, JR. J	03/28/06	0.90	REVIEW AND FINALIZE JOINT REVIEW MOTION AND RELATED PLEADINGS FOR FILING (0.9).
		1.30	
MARAFIOTI KA	03/14/06	1.70	REVIEW AND REVISE JOINT INTEREST AGREEMENT (0.5); REVIEW AND REVISE JOINT INTEREST MOTION (0.9); REVIEW AND REVISE JOINT INTEREST ORDER (0.3).
MARAFIOTI KA	03/15/06	0.70	REVIEW AND REVISE JOINT INTEREST PLEADINGS (0.7).
MARAFIOTI KA	03/28/06	0.60	REVIEW COMMITTEE COMMENTS RE: JOINT REVIEW PROTOCOL MOTION AND CORRESPONDENCE RE: SAME (0.2); REVIEW AND REVISE JOINT PROTOCOL PLEADINGS (0.4).
MARAFIOTI KA	03/30/06	0.30	TELECONFERENCE FROM J. PATRICK AT JUSTICE DEPARTMENT RE: PROTOCOL MOTION (0.1); CONFERRED WITH D. SHERBIN RE: SAME (0.1); TELECONFERENCE WITH P. UROFSKY RE: SAME (0.1).
		3.30	
SPRINGER DE	03/02/06	1.40	TELECONFERENCES WITH J. PAPELIAN AND N. BERGER RE: CONSULTATION ON RESPONSE TO UNDERWRITERS' MOTION TO EXTEND AUTOMATIC STAY (0.9); CONFERENCES WITH WORKING GROUP RE: NILES AND GENERATOR ISSUES (0.5).
		1.40	
Total Partner		6.00	
DIAZ LB	03/14/06	6.60	RESEARCH RE: A JOINT INTEREST AGREEMENT MOTION (6.6).
DIAZ LB	03/15/06	7.20	CONTINUE RESEARCHING CASE LAW RE: JOINT INTEREST AGREEMENT MOTION (7.2).
DIAZ LB	03/21/06	5.80	CONTINUE TO RESEARCH CASE LAW AND RELEVANT UCC PROVISIONS RE: CONTRACT MODIFICATION AND INTEGRATION CLAUSES (5.8).
		19.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/01/06	3.10	REVIEW RESEARCH RE: PROTOCOL FOR DISCLOSURE OF PRIVILEGE INFORMATION (3.1).
FERN BM	03/02/06	2.90	BEGIN TO DRAFT MOTION TO ENTER INTO JOINT INTEREST AGREEMENT (2.9).
FERN BM	03/03/06	1.10	REVIEW JOINT INTEREST AGREEMENT RESEARCH (1.1).
		7.10	
MEISLER RE	03/08/06	2.00	BEGAN REVIEW OF JOINT REVIEW PAPERS (1.2); REVIEWED CORRESPONDENCE RE: REMOVAL MOTION AND ORDER (0.5); REVIEWED SCRIPT RE: SAME (0.3).
MEISLER RE	03/09/06	1.10	CONTINUE TO WORK ON JOINT REVIEW PAPERS (0.8); TELECONFERENCE WITH B. POLOVOY RE: ERISA LITIGATION (0.3).
MEISLER RE	03/10/06	3.70	CONTINUE TO WORK ON JOINT PROTOCOL PLEADINGS (3.7).
MEISLER RE	03/11/06	0.50	CONTINUE TO WORK ON JOINT PROTOCOL PLEADINGS (0.5).
MEISLER RE	03/15/06	3.80	REVIEW AND REVISE MOTION RE: JOINT REVIEW PROTOCOL (3.8).
MEISLER RE	03/16/06	0.30	CONTINUE TO REVIEW AND REVISE JOINT REVIEW PROTOCOL MOTION (0.3).
MEISLER RE	03/27/06	0.40	REVIEW JOINT REVIEW PROTOCOL (0.4).
MEISLER RE	03/28/06	7.30	REVIEW AND REVISE MOTION AND ORDER REQUESTING APPROVAL OF JOINT INTEREST AGREEMENT (4.6); TELECONFERENCE WITH B. POLOVOY RE: SAME (0.1); TELECONFERENCES WITH M. BROUDE RE: COMMENTS TO SAME (0.2, 0.1); TELECONFERENCES WITH J. PAPELIAN RE: SAME (0.2, 0.1); REVISE AGREEMENT RE: SAME (0.7); FINALIZE MOTION AND ORDER AND PREPARE SAME FOR FILING (1.0); TELECONFERENCES WITH KCC RE: SAME (0.2, 0.1).
		19.10	
STUART NL	03/08/06	2.20	RESEARCH RE: JOINT INTEREST MOTION (2.2).
STUART NL	03/09/06	10.70	CONTINUE RESEARCH RE: JOINT INTEREST AGREEMENT (1.2); STRATEGIZE RE: SAME (0.4); RESEARCH RE: INVESTIGATIONS (1.7); BEGIN DRAFTING MOTION (2.1), ORDER (1.8), AND AGREEMENT (1.9); REVIEW BACKGROUND CERTAIN INVESTIGATORY MATTERS (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	03/10/06	9.10	CONTINUE TO DRAFT JOINT INTEREST PLEADINGS (1.6); STRATEGY DISCUSSION RE: MOTION AND AGREEMENT (0.6); REVISE JOINT INTEREST PLEADINGS AND AGREEMENT BASED ON DISCUSSION (6.9).
STUART NL	03/11/06	4.90	REVIEW JOINT INTEREST AGREEMENT (1.3); REVISE JOINT INTEREST AGREEMENT PLEADINGS (3.6).
STUART NL	03/14/06	5.30	STRATEGY SESSION RE: JOINT INTEREST PLEADINGS (0.4); REVISE JOINT INTEREST MOTION BASED ON COMMENTS (1.2); REVISE JOINT INTEREST AGREEMENT (1.3); REVISE JOINT INTEREST ORDER (1.2); ADDITIONAL REVISIONS TO JOINT INTEREST PLEADINGS (1.2).
STUART NL	03/15/06	11.70	REVIEW CASELAW ON COMMON INTEREST DOCTRINE (1.6); REVISE JOINT INTEREST PLEADINGS (0.7); REVIEW JOINT INTEREST FILINGS (0.6); ADDITIONAL REVISIONS TO JOINT INTEREST MOTION (2.9), JOINT INTEREST ORDER (2.8), AND AGREEMENT (3.1).
STUART NL	03/23/06	1.20	DRAFT PRESENTATION FOR JOINT INTEREST AGREEMENT (1.2).
STUART NL	03/27/06	1.70	REVISE JOINT INTEREST PAPERS (1.7).
STUART NL	03/28/06	3.70	REVISE, FINALIZE AND FILE JOINT INTEREST AGREEMENT AND CORRESPONDING PLEADINGS (3.7).

50.50

Total Associate

96.30

SALAZAR AG	03/28/06	1.10	DRAFT NOTICE FOR JOINT REVIEW MOTION (0.4); PREPARE AND ELECTRONICALLY FILE JOINT REVIEW MOTION AND COORDINATE SERVICE (0.7).
SALAZAR AG	03/30/06	0.90	REVIEW AFFIDAVIT FOR SERVICE OF JOINT REVIEW (0.9).
SALAZAR AG	03/31/06	0.50	FINALIZE AND ELECTRONICALLY FILE AFFIDAVIT OF SERVICE FOR JOINT REVIEW (0.5).
		2.50	
Total Legal Assistant		2.50	

TOTAL TIME

104.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Litigation (Insurance Recovery)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/28/06	Meisler RE	202.35
Out-of-Town Travel	03/28/06	Meisler RE	9.62
Out-of-Town Travel	03/28/06	Meisler RE	174.03
		TOTAL OUT-OF-TOWN TRAVEL	\$386.00
Out-of-Town Meals	03/15/06	Meisler RE	22.49
Out-of-Town Meals	03/15/06	Meisler RE	5.38
Out-of-Town Meals	03/15/06	Meisler RE	5.19
Out-of-Town Meals	03/15/06	Meisler RE	3.62
Out-of-Town Meals	03/28/06	Meisler RE	14.98
Out-of-Town Meals	03/28/06	Meisler RE	16.34
		TOTAL OUT-OF-TOWN MEALS	\$68.00
		TOTAL MATTER	\$454.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Litigation (Insurance Recovery)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/06	0.60	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: JOINT INTEREST MOTION INCLUDING REVIEW OF UCC REQUESTS FOR CHANGES TO PROTOCOL (0.4); FOLLOW-UP ON UCC COMMENTS RE: JOINT REVIEW PROTOCOL (0.2).
BUTLER, JR. J	04/03/06	0.40	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: JOINT INTEREST MOTION INCLUDING SEC REVIEW OF PROPOSED JOINT INTEREST ORDER (0.4).
BUTLER, JR. J	04/04/06	0.60	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: JOINT INTEREST MOTION INCLUDING GM OBJECTION TO JOINT INTEREST ORDER (0.6).
BUTLER, JR. J	04/06/06	0.30	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: JOINT INTEREST MOTION INCLUDING REVIEW AND REVISE OMNIBUS REPLY (0.3).
BUTLER, JR. J	04/07/06	0.70	PREPARE FOR (0.3) AND PARTICIPATE IN (0.4) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: JOINT INTEREST MOTION.
BUTLER, JR. J	04/25/06	0.30	REVIEW UCC MATERIALS RE: JOINT REVIEW INFORMATION SHARING REQUEST (0.2); CONFERENCE WITH J. PAPELIAN RE: POTENTIAL FORMER EMPLOYEE INDEMNITY PAYMENTS MOTION (0.1).
		2.90	
MARAFIOTI KA	04/04/06	0.40	CORRESPONDENCE RE: JOINT PROTOCOL (0.2); REVIEW GM OBJECTION TO JOINT INTEREST AGREEMENT PROTOCOL MOTION (0.2).
MARAFIOTI KA	04/06/06	0.30	WORK ON REPLY TO GM RESPONSE TO JOINT INTEREST AGREEMENT (0.3).
MARAFIOTI KA	04/10/06	0.80	REVIEW REVISED JOINT INTEREST AGREEMENT ORDER (0.8).
		1.50	
Total Partner		4.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/05/06	0.80	REVIEW AND COMMENT ON JOINT INTEREST AGREEMENT AND REPLY TO OBJECTION THERETO (0.8).
MATZ TJ	04/06/06	0.90	REVIEW AND COMMENT ON REPLY RE: GM RESPONSE TO JOINT INTEREST MOTION (0.7); FINALIZE SAME FOR FILING (0.2).
		1.70	
Total Counsel		1.70	
MEISLER RE	04/03/06	2.60	WORK ON SUPPORT FOR MOTION TO APPROVE JOINT INTEREST AGREEMENT (2.6).
MEISLER RE	04/04/06	0.90	CONTINUE WORKING ON SUPPORT FOR MOTION TO APPROVE JOINT INTEREST AGREEMENT (0.9).
MEISLER RE	04/05/06	4.20	CONTINUE WORKING ON SUPPORT FOR JOINT INTEREST AGREEMENT (0.9); REVIEW AND ANALYZE GM OBJECTION RE: SAME (0.6); TELECONFERENCES WITH J. PAPELIAN RE: SAME (0.1, 0.1); REVIEW AND REVISE RESPONSE RE: SAME (2.5).
MEISLER RE	04/06/06	3.40	CONTINUE WORKING ON TRIAL PREPARATIONS RE: SUPPORT FOR JOINT INTEREST AGREEMENT (1.6); REVIEW AND REVISE RESPONSE TO GM OBJECTION RE: SAME (1.8).
MEISLER RE	04/10/06	0.30	FOLLOW UP ON CHANGES TO JOINT INTEREST AGREEMENT ORDER (0.3).
MEISLER RE	04/11/06	0.30	CONTINUE FOLLOW UP ON CHANGES TO JOINT INTEREST AGREEMENT ORDER (0.3).
MEISLER RE	04/19/06	0.30	RESPOND TO M. BROUDE RE: JOINT INTEREST AGREEMENT (0.3).
MEISLER RE	04/27/06	0.20	TELECONFERENCE WITH J. PAPELIAN RE: UPDATED LIST OF PARTIES TO LITIGATION (0.2).
MEISLER RE	04/28/06	0.20	TELECONFERENCE WITH J. PAPELIAN RE: UPDATED LIST OF PARTIES TO LITIGATION (0.2).
		12.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	04/04/06	1.60	RESEARCH RE: COMMON INTEREST DOCTRINE (1.6) .
STUART NL	04/05/06	10.10	DRAFT REPLY FOR JOINT INTEREST AGREEMENT MOTION (3.6) ; REVISE REPLY FOR JOINT INTEREST AGREEMENT (4.2) ; RESEARCH FOR JOINT INTEREST AGREEMENT REPLY (2.3) .
STUART NL	04/06/06	10.60	RESEARCH RE: REPLY FOR JOINT INTEREST AGREEMENT (2.4) ; CONTINUE TO DRAFT AND REVISE REPLY FOR JOINT INTEREST AGREEMENT (4.3) ; DRAFT AND REVISE SCRIPT FOR JOINT INTEREST AGREEMENT (3.9) .
STUART NL	04/07/06	0.60	REVIEW AND REVISE JOINT INTEREST AGREEMENT ORDER (0.6) .
STUART NL	04/10/06	1.80	EDIT REVISIONS TO JOINT INTEREST ORDER (0.6) ; CIRCULATE SAME AND REVIEW COMMENTS (1.2) .
STUART NL	04/11/06	1.80	FINALIZE JOINT INTEREST AGREEMENT AND ORDER (1.8) .
		26.50	
ZIEGLER VE	04/04/06	3.70	LEGAL RESEARCH RE: APPLICABILITY OF COMMON INTEREST PRIVILEGE DOCTRINE (3.7) .
ZIEGLER VE	04/05/06	9.80	LEGAL RESEARCH RE: APPLICABILITY OF COMMON INTEREST PRIVILEGE DOCTRINE (5.7) ; DRAFT REPLY TO GM'S RESPONSE TO JOINT PROTOCOL MOTION (4.1) .
		13.50	
Total Associate		52.40	
TOTAL TIME		<u>58.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Litigation (Insurance Recovery)**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	04/04/06	Stuart NL	150.23
Westlaw	04/05/06	Stuart NL	134.77
		TOTAL WESTLAW	\$285.00
		TOTAL MATTER	\$285.00

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Debtors and Debtors-in-Possession

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International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-22
TAX MATTERS
145.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
GROSS C	02/03/06	2.40	WORK RE: IRS CAP PROGRAM ANALYSIS (2.4).
GROSS C	02/16/06	4.20	ANALYSIS OF TAX DEDUCTIBILITY OF POST-PETITION INTEREST ACCRUING ON UNSECURED DEBT (PER S. GALE) (4.2).
GROSS C	02/17/06	0.60	TAX WORK RE: IRS PENSION INQUIRY RE: S. GALE (0.6).
GROSS C	02/20/06	0.40	WORK RE: IRS CAP SUBMISSION ANALYSIS (0.4).
GROSS C	02/23/06	2.40	WORK RE: RESPONSE TO IRS REQUEST FOR PENSION INFORMATION (2.4).
		10.00	
MARAFIOTI KA	02/06/06	0.40	WORK ON ISSUES RE: INTERNAL REVENUE CODE SECTION 382 ANALYSIS (0.4).
MARAFIOTI KA	02/20/06	2.30	REVIEWED DELPHI TAX MEMO RE: INTEREST DEDUCTIONS (1.0); LETTER FROM IRS RE: DEFINED BENEFIT PENSION PLANS (0.8) AND DEVELOPED STRATEGY RE: SAME (0.5).
MARAFIOTI KA	02/21/06	0.50	CONTINUED REVIEW OF LETTER TO IRS RE: DEFINED PENSION PLANS (0.5).
MARAFIOTI KA	02/22/06	0.50	WORK ON RESPONSE TO IRS INQUIRY RE: PENSIONS (0.5).
MARAFIOTI KA	02/23/06	1.00	CONTINUED WORK ON RESPONSE TO IRS INQUIRY RE: PENSIONS (1.0).
MARAFIOTI KA	02/27/06	0.10	REVIEWED CORRESPONDENCE RE: IRS CAP PROGRAM (0.1).
		4.80	
Total Partner		14.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	02/01/06	1.60	REVIEW NOTICES OF CONSENT RE: CLAIMS TRADING (JP MORGAN & CHASE MANHATTAN) (0.1); FOLLOW UP WORK RE: STATUS OF NOL CLAIMS AND IRS POSITION (1.5).
MATZ TJ	02/03/06	0.40	FOLLOW-UP WORK RE: CLAIMS TRADING AND VARIOUS NOTICES RE: THE CLAIMS TRADING ORDER (0.4).
MATZ TJ	02/06/06	0.40	WORK ON POTENTIAL MATERIAL FOR IRS TAX LOSSES (0.4).
MATZ TJ	02/20/06	1.60	REVIEW LETTER FROM PBGC RE: PENSION PLAN CONTRIBUTIONS, PROPOSED RESPONSE AND FORMER 8-K (0.6); TELECONFERENCE RE: SAME WITH C. GROSS (0.6); REVIEW AND COMMENT ON DEBT MEMO (0.4).
MATZ TJ	02/22/06	0.40	WORK ON RESPONSE TO IRS INQUIRY RE: PENSIONS (0.4).
MATZ TJ	02/24/06	0.50	RESPONSE TO IRS PENSION INQUIRY (0.2); FOLLOW UP WORK RE: CLAIMS TRADING, SUBSTANTIAL CLAIM HOLDER NOTICES AND ORDERS (0.3).
		4.90	
SENSENBRENNER EB	02/14/06	1.70	REVIEW FORM 13G (0.3); TAX ANALYSIS RE: FORM 13G, IMPACT ON SECTION 382 (1.4).
SENSENBRENNER EB	02/16/06	3.10	TAX ANALYSIS RE: ACCRUAL OF INTEREST RE: PRE-PETITION DEBT (2.7); REVIEW MEMO OF S. GALE RE: SAME (0.4).
SENSENBRENNER EB	02/24/06	1.80	TAX WORK AND ANALYSIS RE: 382, CAP PROGRAM (1.2); REVIEW FORMS 13G, OTHER MATERIALS RE: 382 (0.6).
SENSENBRENNER EB	02/27/06	0.40	TAX ANALYSIS RE: TOPRS (0.4).
		7.00	
Total Counsel		11.90	
PHILLIPS DP	02/01/06	5.30	RESEARCH SECTION 382 REQUIREMENTS (3.1); TELECONFERENCE WITH J. WHITSON AND TEAM AND E&Y (1.2); RESEARCH CAPITALIZATION ISSUE (0.8); TELECONFERENCE WITH S. GALE (0.2).
PHILLIPS DP	02/02/06	5.30	RESEARCH SECTION 382 ISSUES (4.2); COORDINATE TRACKING OF RESPONSES TO TRADING ORDER (1.1).
PHILLIPS DP	02/03/06	1.70	TELECONFERENCE WITH J. WHITSON AND TEAM AND J. BLANK RE: SECTION 382 (1.3); TRACK RESPONSES TO NOTICES TO TRADING ORDER (0.4).
PHILLIPS DP	02/06/06	2.00	REVIEWS IRS SECTION 382 RULING (0.9); RESEARCH ISSUE RE: SECTION 382 ANALYSIS AND PRESENTATION (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PHILLIPS DP	02/07/06	0.30	REVIEW DOCKET FILINGS FOR TAX MATTERS (0.3).
PHILLIPS DP	02/10/06	4.40	RESEARCH FORM 13G ISSUES RELATED TO SECTION 382 (4.1); TRACK FILING OF RESPONSES TO TRADING ORDER (0.3).
PHILLIPS DP	02/13/06	0.90	RESPOND TO INQUIRIES RE: TRADING ORDER FROM CLAIMS AND EQUITY HOLDERS (0.9).
PHILLIPS DP	02/14/06	1.30	RESEARCH ISSUES RELATING TO 13GS AND SECTION 382 (1.3).
PHILLIPS DP	02/15/06	4.50	RESEARCH ISSUES RELATED TO INTEREST DEDUCTION (4.1); REVIEW BANKRUPTCY FILINGS FOR TAX RELATED ISSUES (0.4).
PHILLIPS DP	02/16/06	6.90	WORK AND ANALYSIS RE: DEDUCTION OF INTEREST (4.1); PREPARATION FOR RESPONSE TO EQUITY HOLDER WISHING TO SELL PURSUANT TO THE TRADING ORDER (2.4); RESEARCH ON DEDUCTIBILITY OF BANKRUPTCY EXPENSES (0.4).
PHILLIPS DP	02/17/06	2.50	TAX WORK ON INTEREST DEDUCTION ISSUE (2.5).
PHILLIPS DP	02/20/06	1.30	REVIEW AND WORK ON RESPONSE TO IRS RE: FUNDING OF BENEFIT PLANS (1.3).
PHILLIPS DP	02/21/06	3.20	TAX WORK ON RESPONSE TO IRS (0.4); RESEARCH DEDUCTIBILITY OF POST PETITION INTEREST (0.5); COORDINATE RE: IMPLICATION OF 13GS TO 5% SHAREHOLDER ANALYSIS (1.2); RESEARCH HOLDERS OF CLAIMS FOR APPLICATION OF TRADING ORDER (1.1).
PHILLIPS DP	02/22/06	1.10	RESPOND TO IRS INQUIRY (0.4); WORK ON DEDUCTION OF INTEREST ISSUE (0.7).
PHILLIPS DP	02/23/06	0.60	WORK ON RESPONSE TO IRS INQUIRY (0.3); RESEARCH 13GS AND SECTION 382 IMPLICATIONS (0.3).
PHILLIPS DP	02/24/06	0.20	WORK ON RESPONSE TO IRS INQUIRY RE: PENSION PLANS (0.2).
		41.50	
Total Associate		41.50	
TOTAL TIME		<u>68.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/10/06	Copy Center, D	31.95
In-house Reproduction	02/17/06	Copy Center, D	13.72
In-house Reproduction	02/24/06	Copy Center, D	24.33
		TOTAL IN-HOUSE REPRODUCTION	\$70.00
Telephone Expense	02/24/06	Telecommunications, D	1.82
Telephone Expense	02/24/06	Telecommunications, D	2.15
Telephone Expense	02/24/06	Telecommunications, D	0.03
		TOTAL TELEPHONE EXPENSE	\$4.00
Lexis/Nexis	02/16/06	Phillips DP	10.26
Lexis/Nexis	02/16/06	Feinberg AS	9.47
Lexis/Nexis	02/21/06	Hirtz C	50.96
Lexis/Nexis	02/22/06	Phillips DP	21.31
		TOTAL LEXIS/NEXIS	\$92.00
Vendor Hosted Teleconferencing	02/28/06	Teleconferencing Services, LLC	15.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$15.00
Outside Research/Internet Services	02/28/06	Global Securities	40.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$40.00
		TOTAL MATTER	\$221.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
GROSS C	03/03/06	2.20	WORK RE: IRS CAP PROGRAM ANALYSIS (0.8); WORK ON STRATEGY RE: INTERACTION OF APPALOOSA EQUITY COMMITTEE REQUEST AND CLAIMS TRADING ORDER PROVISION (1.4).
GROSS C	03/10/06	1.20	WORK RE: IRS CAP PROGRAM; STRATEGY/ANALYSIS CONFERENCE (1.2).
		3.40	
MARAFIOTI KA	03/02/06	0.10	ANALYZE IRS CAP ISSUE (0.1).
MARAFIOTI KA	03/13/06	0.20	CORRESPONDENCE RE: SECTION 382 (0.2).
MARAFIOTI KA	03/23/06	0.80	ANALYZE TAX ISSUES RE: PBGC, UK PENSION PLAN, AND TRADING ORDER (0.8).
		1.10	
Total Partner		4.50	
SENSENBRENNER EB	03/03/06	1.90	REVIEW 382 MATERIALS RE: CAP PROGRAM (0.7); DEVELOP STRATEGY FOR ADDRESSING REQUESTS TO TRADE IN DELPHI SECURITIES UNDER NOL TRADING ORDER (1.2).
SENSENBRENNER EB	03/06/06	2.60	WORK ON DEVELOPING STRATEGY FOR RESPONDING TO REQUESTS BY EQUITY HOLDERS TO TRADE IN SHARES OF DELPHI (1.8); REVIEW PROVISIONS OF NOL TRADING ORDER; WAIVER LETTERS RE: PROCEDURES FOR OBJECTING TO AND ENJOINING TRADING IN DELPHI STOCK (0.8).
SENSENBRENNER EB	03/07/06	1.60	REVIEW 382 STATEMENTS, OTHER MATERIALS RE: 382 (1.2); DISCUSS 382 STATEMENTS WITH S. GALE (0.4).
SENSENBRENNER EB	03/17/06	0.60	WORK ON DEVELOPING STRATEGY FOR RESPONDING TO NOTICES OF PROPOSED TRANSFER (0.6).
SENSENBRENNER EB	03/18/06	0.40	TAX WORK RE: NOTICE OF PROPOSED TRANSFER, STRATEGY FOR RESPONDING (0.4).
SENSENBRENNER EB	03/20/06	3.10	TAX ANALYSIS RE: 382/CAP PROGRAM (1.4); REVIEW DRAFT 382 STATEMENTS (0.8); TELECONFERENCE WITH J. WHITSON, S. GALE, J. BLANK, H. TUCKER AND OTHERS RE: CAP PROGRAM (0.9).
SENSENBRENNER EB	03/21/06	0.50	TAX ANALYSIS RE: 382 AND CAP PROGRAM (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SENSENBRENNER EB	03/23/06	0.80	TAX ANALYSIS RE: 412(N) LIEN (0.5); TAX WORK RE: 382 (0.3).
		11.50	
Total Counsel		11.50	
HERRIOTT AV	03/22/06	0.30	BEGIN RESEARCHING RESPONSE TO QUESTION RE: TAX TREATMENT OF POTENTIAL PENSION OBLIGATION (0.3).
HERRIOTT AV	03/23/06	0.70	CONTINUE TO ANALYZE QUESTION RE: POTENTIAL TAX PAYMENT RELATING TO PENSION ISSUE (0.7).
HERRIOTT AV	03/24/06	0.40	CONTINUE TO EVALUATE TAX ISSUE RE: EXISTENCE OF POTENTIAL PENSION LIABILITY (0.4).
HERRIOTT AV	03/28/06	0.60	CONTINUE TO EVALUATE POTENTIAL TAX ISSUE RE: POTENTIAL LIABILITY FOR PENSION PAYMENT (0.6).
HERRIOTT AV	03/29/06	0.70	CONTINUE DEVELOPING RESPONSE TO QUESTION RE: TAX TREATMENT OF CERTAIN POTENTIAL PENSION OBLIGATIONS (0.7).
HERRIOTT AV	03/31/06	0.20	CONFERENCE WITH K. COBB RE: POTENTIAL TAX LIABILITY FOR OBLIGATION (0.2).
		2.90	
PHILLIPS DP	03/01/06	0.30	MONITOR FILINGS FOR TAX RELATED ISSUES (0.3).
PHILLIPS DP	03/03/06	0.60	TAX WORK ON SECTION 382 AND ANALYSIS OF SUBSTANTIAL CLAIMHOLDER STATUS (0.6).
PHILLIPS DP	03/06/06	0.80	WORK ON SECTION 382 REPORTING ISSUE (0.8).
PHILLIPS DP	03/08/06	1.40	RESEARCH TRADING ORDERS IN OTHER BANKRUPTCY CASES (1.4).
PHILLIPS DP	03/15/06	0.40	TAX ANALYSIS RE: POSSIBLE SALE OF SHARES BY SUBSTANTIAL EQUITYHOLDER (0.4).
PHILLIPS DP	03/16/06	0.70	WORK ON TAX ISSUE RELATED TO SECTION 382 REPORTING (0.2); ANALYZE FORM 13D FILED FOR TRADING ORDER IMPACT (0.5).
PHILLIPS DP	03/17/06	2.00	ANALYSIS RE: TAX IMPLICATION OF SALE OF DELPHI STOCK; COORDINATE RESPONSE TO IRS INQUIRY (2.0).
PHILLIPS DP	03/18/06	1.70	OUTLINE RESPONSE TO SALE OF DELPHI STOCK AND POSSIBLE NOL LIMITATION IMPLICATION (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PHILLIPS DP	03/20/06	3.90	REVIEW RETENTION LETTER RE: 382 ISSUE (0.4); REVISE STEPS TO BE TAKEN TO PROTECT NOLS FOLLOWING STOCK SALE (0.6); TELECONFERENCE WITH DELPHI TAX TEAM AND E&Y RE: SECTION 382 INFORMATION STATEMENT (1.0); REVIEW SECTION 382 INFORMATION STATEMENT (1.9).
PHILLIPS DP	03/21/06	2.50	WORK ON SECTION 382 STATEMENT TO BE GIVEN TO IRS (1.2); RESEARCH PENSION ISSUES UNDER BANKRUPTCY ORDERS (1.3).
PHILLIPS DP	03/22/06	2.60	RESEARCH TAX LIENS IN SECTION 412(N) AND PBGC LIEN (2.2); WORK ON PENSION PAYMENT AND BANKRUPTCY LIMITATIONS (0.4).
PHILLIPS DP	03/23/06	3.20	ANALYSIS RE: LIEN ON ASSETS (1.8); WORK ON PAYMENT OF PENSION AND WITHHOLDING TAXES (1.4).
PHILLIPS DP	03/24/06	2.10	RESEARCH TAX WITHHOLDING ISSUES WITH RESPECT TO PENSIONS (2.1).
PHILLIPS DP	03/26/06	5.60	RESEARCH AND ANALYSIS ON PENSION PAYMENTS AND WITHHOLDING TAX WITH RESPECT THERETO (5.1); ANALYSIS AND COORDINATING RESPONSE TO TX TAXING AUTHORITY (0.5).
PHILLIPS DP	03/27/06	0.30	WORK ON TAX ISSUES RELATED TO PENSION PLAN (0.3).
PHILLIPS DP	03/28/06	5.50	WORK ON TAX LIEN ISSUE RELATED TO PBGC (4.4); TAX ANALYSIS RE: WITHHOLDING TAX ON PENSION PAYMENT (1.1).
PHILLIPS DP	03/29/06	1.10	ANALYZE ISSUES RELATED TO TAX WITHHOLDING ON PENSION PAYMENTS (1.1).
PHILLIPS DP	03/30/06	0.80	WORK ON TAX WITHHOLDING ISSUE RELATED TO PENSIONS (0.4); TAX ANALYSIS OF PBGC ISSUES (0.4).
PHILLIPS DP	03/31/06	1.60	ANALYSIS OF TAX ISSUES RELATING TO PENSION PAYMENTS (1.1); TELECONFERENCE WITH K. COBB RE: SAME (0.5).
		37.10	
ZIEGLER VE	03/17/06	2.10	LEGAL RESEARCH RE: TAXING AUTHORITY'S ABILITY TO CONVERT A CHAPTER 11 CASE (2.1).
ZIEGLER VE	03/20/06	4.70	LEGAL RESEARCH RE: TAXING AUTHORITY'S ABILITY TO CONVERT A CHAPTER 11 CASE (4.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	03/22/06	4.10	LEGAL RESEARCH RE: TAXING AUTHORITY'S ABILITY TO CONVERT A CHAPTER 11 CASE (4.1) .
		10.90	
Total Associate		50.90	
TOTAL TIME		<u>66.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	3.89
In-house Reproduction	03/07/06	Copy Center, D	0.90
In-house Reproduction	03/10/06	Copy Center, D	93.81
In-house Reproduction	03/24/06	Copy Center, D	1.60
In-house Reproduction	03/24/06	Copy Center, D	0.60
In-house Reproduction	03/31/06	Copy Center, D	0.20
		TOTAL IN-HOUSE REPRODUCTION	\$101.00
Telephone Expense	03/31/06	Telecommunications, D	1.85
Telephone Expense	03/31/06	Telecommunications, D	2.07
Telephone Expense	03/31/06	Telecommunications, D	0.07
Telephone Expense	03/31/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$4.00
Westlaw	03/21/06	Ziegler VE	221.67
Westlaw	03/22/06	Ziegler VE	192.33
		TOTAL WESTLAW	\$414.00
		TOTAL MATTER	\$519.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
ZIEGLER VE	04/07/06	5.10	LEGAL RESEARCH RE: TAXING AUTHORITY'S CONDUCT IN A CHAPTER 11 CASE (4.2); EMAIL CORRESPONDENCE RE: SAME (0.9).
		5.10	
Total Associate		5.10	
TOTAL TIME		<u>5.10</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/14/06	Copy Center, D	1.00
		TOTAL IN-HOUSE REPRODUCTION	\$1.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	1.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$1.00
		TOTAL MATTER	\$2.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
FEINBERG AS	05/15/06	1.20	ANALYSIS RE: WITHHOLDING TAX PROTEST (1.2)
FEINBERG AS	05/16/06	3.40	ANALYSIS RE: FICA AND FUTA TAX PROTEST (3.4)
FEINBERG AS	05/17/06	0.70	ANALYSIS RE: FICA AND FUTA TAX PROTEST (0.7)
FEINBERG AS	05/18/06	1.20	ANALYSIS RE: FICA AND FUTA TAX PROTEST (1.2)
FEINBERG AS	05/19/06	1.10	ANALYSIS RE: FICA AND FUTA TAX PROTEST (1.10)
		7.60	
PHILLIPS DP	05/03/06	0.70	REVIEW STATE TAX CLAIMS (0.3); TAX WORK ON FICA ISSUE (0.4)
PHILLIPS DP	05/08/06	0.40	REVIEW COURT FILINGS FOR TAX RELATED MATTERS, INCLUDING THOSE RELATED TO SUBSTANTIAL EQUITY HOLDERS (0.4)
PHILLIPS DP	05/11/06	0.30	ANALYSIS OF STATE TAX CLAIMS (0.3)
PHILLIPS DP	05/18/06	2.70	TAX WORK ON FICA/FUTA REFUND ISSUE (2.3); COORDINATE RESPONSE TO TEXAS SALES TAX ISSUE (0.4)
PHILLIPS DP	05/19/06	1.20	WORK ON FICA/FUTA APPEALS ISSUE (0.7); COORDINATE RESPONSE TO AZ COUNTY TAX FILING (0.5)
PHILLIPS DP	05/22/06	0.20	RESPONSE TO COUNTY TAX INQUIRY (0.2)
		5.50	
Total Associate		13.10	
TOTAL TIME		<u>13.10</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Tax Matters

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/05/06	Copy Center, D	28.28
In-house Reproduction	05/09/06	Copy Center, D	0.60
In-house Reproduction	05/16/06	Copy Center, D	10.12
		TOTAL IN-HOUSE REPRODUCTION	\$39.00
Telephone Expense	05/26/06	Telecommunications, D	0.50
Telephone Expense	05/26/06	Telecommunications, D	0.48
Telephone Expense	05/26/06	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$1.00
		TOTAL MATTER	\$40.00

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International: (248) 813-2698

Delphi Legal Information Website:
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-23
INTELLECTUAL PROPERTY
126.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
ZIFF ED	02/01/06	0.20	DISCUSS PATENT IN PROPOSED SALE OF DTF ASSETS CORRESPONDENCE RE: PATENT ISSUES (0.2).
ZIFF ED	02/03/06	1.00	LEGAL RESEARCH ON BENEFICIAL OWNERSHIP OF PATENTS (1.0)
ZIFF ED	02/07/06	3.00	REVIEW LEGAL RESEARCH ON BENEFICIAL OWNERSHIP OF PATENTS (2.0); WRITE ANALYSIS (1.0).
ZIFF ED	02/10/06	2.00	RESPOND TO CLIENT QUESTION ON COMPUWARE LICENSE (0.5); LEGAL RESEARCH ON EXECUTING IP LICENSES (1.0); REVIEW LICENSE (0.5).
		6.20	
Total Counsel		6.20	
DE ELIZALDE D	02/01/06	1.90	ANALYSIS OF TRANSACTION RE: IP TO DETERMINE WHETHER (I) IP IS PROPERTY OF THE ESTATE AND (II) WHETHER THE TRANSACTION IS ORDINARY COURSE OF BUSINESS (1.9).
DE ELIZALDE D	02/06/06	0.90	RESEARCHED BENEFICIAL OWNERSHIP OF PATENTS (0.9).
DE ELIZALDE D	02/14/06	0.30	TELECONFERENCE WITH P. MARSHALL RE: ASSIGNABILITY OF PATENT (0.3).
DE ELIZALDE D	02/20/06	0.50	EVALUATED CLAIM FROM SAP (0.5).
		3.60	
SHELDEN SV	02/02/06	2.10	RESEARCHING ISSUE RE: BIFURCATION OF LEGAL AND EQUITABLE OWNERSHIP OF A PATENT (2.1).
SHELDEN SV	02/03/06	4.20	FURTHER RESEARC RE: BIFURCATION OF LEGAL AND EQUITABLE OWNERSHIP OF A PATENT, DRAFTING MEMO (4.2).
SHELDEN SV	02/06/06	0.70	REVIEWING EMAILS RE: QUESTION OF BENEFICIAL PATENT OWNERSHIP AND REVISING AS PER RESEARCH (0.7).
		7.00	
Total Associate		10.60	
TOTAL TIME		<u>16.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	02/24/06	Telecommunications, D	0.42
Telephone Expense	02/24/06	Telecommunications, D	0.58
		TOTAL TELEPHONE EXPENSE	\$1.00
Lexis/Nexis	02/03/06	Shelden SV	133.00
		TOTAL LEXIS/NEXIS	\$133.00
		TOTAL MATTER	\$134.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
TOUSSI S	03/30/06	2.50	REVIEW AND ANALYZE DENSO SETTLEMENT AGREEMENT RE PATENT DISPUTE (1.0); FOLLOW UP ISSUES RE APPROVING SETTLEMENT AND 9019 MOTION (1.2); CORRESPONDENCE RE SAME (0.3).
		2.50	
ZIEGLER VE	03/22/06	8.30	REVIEW AND ANALYZE LICENSE AGREEMENT, ASSIGNMENT AGREEMENT, AND EMAIL CORRESPONDENCE RE: SAME (2.3); LEGAL RESEARCH RE: OWNERSHIP OF PATENTS UNDER EU AND US LAW (3.9); REVIEW AND ANALYZE INFORMATION PROVIDED BY DELPHI (2.1).
ZIEGLER VE	03/24/06	7.00	CONTINUE ANALYSIS OF DIFFERENT ISSUES RELATED TO SALE OF BERLIN PATENTS (3.2); PREPARE A INFORMATION REQUEST MEMO TO CLIENT (3.2); EMAIL CORRESPONDENCE RE: SAME (0.6).
ZIEGLER VE	03/26/06	11.80	REVIEW AND ANALYZE LICENSE AGREEMENT AND ASSIGNMENT AGREEMENT (2.3); LEGAL RESEARCH RE: INTELLECTUAL PROPERTY AND ORDINARY COURSE OF BUSINESS (3.2); LEGAL RESEARCH RE: OWNERSHIP OF PATENTS UNDER EU AND US LAW (4.2); REVIEW AND ANALYZE INFORMATION PROVIDED BY DELPHI (2.1).
ZIEGLER VE	03/27/06	1.40	TELECONFERENCE WITH S. NELSON RE: CALCULATION OF ROYALTIES AND OWNERSHIP OF PATENTS (0.8); FOLLOW UP EMAIL RE: SAME (0.6).
ZIEGLER VE	03/29/06	6.20	LEGAL RESEARCH RE: SALE OF BERLIN PATENTS (4.1); ANALYSIS AND EMAIL CORRESPONDENCE RE: SAME (2.1).
ZIEGLER VE	03/30/06	7.20	LEGAL RESEARCH RE: SALE OF BERLIN PATENTS (4.1); ANALYSIS AND EMAIL CORRESPONDENCE RE: SAME (3.1).
		41.90	
Total Associate		44.40	
TOTAL TIME		<u>44.40</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	03/31/06	Telecommunications, D	1.45
Telephone Expense	03/31/06	Telecommunications, D	1.53
Telephone Expense	03/31/06	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$3.00
Lexis/Nexis	03/20/06	Shelden SV	204.92
Lexis/Nexis	03/21/06	Shelden SV	471.64
Lexis/Nexis	03/22/06	Shelden SV	265.92
Lexis/Nexis	03/23/06	Shelden SV	142.52
		TOTAL LEXIS/NEXIS	\$1,085.00
Westlaw	03/22/06	Ziegler VE	289.60
Westlaw	03/30/06	Ziegler VE	72.40
		TOTAL WESTLAW	\$362.00
Other Professional Fees	03/29/06	Jennison & Shultz, P.C.	62.67
Other Professional Fees	03/29/06	Jennison & Shultz, P.C.	62.66
Other Professional Fees	03/29/06	Jennison & Shultz, P.C.	62.67
		TOTAL OTHER PROFESSIONAL FEES	\$188.00
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	59.39
Messengers/ Courier	03/03/06	Dist Serv/Mail/Page, D	59.39
Messengers/ Courier	03/06/06	Dist Serv/Mail/Page, D	6.22
		TOTAL MESSENGERS/ COURIER	\$125.00
Outside Research/Internet Services	03/05/06	Dialog Corporation	24.21
Outside Research/Internet Services	03/05/06	Dialog Corporation	95.79
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$120.00
		TOTAL MATTER	\$1,883.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	04/19/06	1.00	WORK ON DENSO SETTLEMENT MOTION AND ORDER (1.0).
MARAFIOTI KA	04/20/06	2.70	REVIEW DENSO SETTLEMENT PAPERS (0.6); TELECONFERENCE WITH J. FUNKE (0.4); REVISE MOTION TO APPROVE SETTLEMENT (0.5); WORK ON MOTION TO FILE PORTIONS OF SETTLEMENT PLEADINGS UNDER SEAL (1.2).
MARAFIOTI KA	04/21/06	0.50	FINALIZE DENSO SETTLEMENT PLEADINGS (0.5).
		4.20	
Total Partner		4.20	
MATZ TJ	04/13/06	0.90	REVIEW AND REVISE DENSO CORPORATION 9019 SETTLEMENT MOTION (0.9).
MATZ TJ	04/17/06	0.40	CONTINUE REVIEW AND COMMENT ON DENSO 9019 SETTLEMENT PLEADINGS (0.4).
MATZ TJ	04/18/06	0.40	CONTINUE REVIEW OF DENSO 9019 STIPULATION AND MOTION (0.4).
MATZ TJ	04/20/06	4.50	REVIEW AND REVISE TO DENSO PATENT INFRINGEMENT SETTLEMENT MOTION, ORDER AND CONFIDENTIAL INFORMATION ISSUES (2.0); TELECONFERENCE WITH J. FUNKE RE: SAME (0.4); CORRESPONDENCE WITH J. FUNKE RE: SAME (0.4); REVIEW AND REVISE DRAFT MOTION TO SEAL AND SEALING ORDER (0.7); FOLLOW UP REDACTION WORK RE: DENSO MOTION (0.2); CONTINUE TO REVIEW AND REVISION TO DENSO 9019 MOTIONS (0.8).
MATZ TJ	04/21/06	2.30	REVIEW, REVISE AND FINALIZE FOR FILING MOTION TO FILE UNDER SEAL RE: DENSO PATENT STIPULATION (0.8); TELECONFERENCE WITH CHAMBERS RE: SAME (0.2); REVIEW, REVISE, AND FINALIZE FOR FILING DENSO PATENT LITIGATION SETTLEMENT STIPULATION AND MOTION (1.3).
MATZ TJ	04/24/06	0.10	REVIEW DENSO CORPORATION 9019 SETTLEMENT SEALING ORDER (0.1).
		8.60	
Total Counsel		8.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHELDEN SV	04/11/06	4.20	RESEARCH WHETHER BENEFICIAL OWNER OF PATENT IS ENTITLED TO PAYMENT (4.2).
SHELDEN SV	04/12/06	0.80	FOLLOW-UP RESEARCH FROM YESTERDAY, DRAFTING RESEARCH RESULTS (0.8).
SHELDEN SV	04/14/06	2.60	REVISE PATENT DIVISIBILITY MEMO, CONDUCTING SUPPLEMENTAL RESEARCH (2.6).
SHELDEN SV	04/15/06	0.20	FOLLOW-UP RESEARCH RE: PATENT DIVISIBILITY MEMO (0.2).
SHELDEN SV	04/26/06	3.60	RESEARCH NEW CASES FOR PATENT DIVISIBILITY MEMO, REVISE MEMO (3.6).
SHELDEN SV	04/27/06	0.30	REVISE PATENT DIVISIBILITY MEMO, SENDING TO E. ZIFF (0.3).
SHELDEN SV	04/28/06	0.30	TELECONFERENCE WITH CORPORATE ATTORNEY RE: RESEARCH (0.3).
		12.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TOUSSI S	04/06/06	1.30	REVIEW LATEST DRAFT OF DENSO PATENT INFRINGEMENT SETTLEMENT AND AGREEMENT (1.0); CORRESPOND WITH CLIENT RE: SAME (0.3).
TOUSSI S	04/10/06	1.50	VARIOUS CORRESPONDENCE RE: DENSE PATENT LITIGATION SETTLEMENT (0.7); DISCUSS CHANGES TO LICENSING AGREEMENT AND PROCEDURES FOR COURT APPROVAL WITH CLIENT (0.8).
TOUSSI S	04/12/06	1.40	ADDRESS ISSUES RE: DENSO LICENSING AGREEMENT AND PATENT DISPUTE (1.0); REVIEW RELATED MOTIONS IN CONNECTION WITH OBTAINING 9019 APPROVAL (0.4).
TOUSSI S	04/19/06	5.60	REVIEW DENSO LICENSING AGREEMENT AND SETTLEMENT (0.5); EDIT AND REVISE MOTION TO APPROVE DENSO SETTLEMENT (1.2); VARIOUS TELECONFERENCE TO DISCUSS STATUS OF SAME (1.2); DRAFT AND REVISE MOTION TO FILE DENSO SETTLEMENT MOTION UNDER SEAL (1.5); CORRESPONDENCE RE: SAME (0.5); INPUT CHANGES RE: MOTION (0.4); REVIEW ORDER TO FILE UNDER SEAL (0.3).
TOUSSI S	04/20/06	4.50	EDIT AND REVISE UNDER SEAL MOTION/ORDER TO FILE DENSE LICENSING AGREEMENT UNDER SEAL (1.2); REVIEW AND ADDRESS COMMENTS TO SAME (0.6); FINALIZE DOCUMENTS FOR FILING (0.5); EDIT AND REVISE UNDERLYING MOTION AND ORDER TO APPROVE DENSO SETTLEMENT (1.2); FINALIZE MOTION/ORDER/NOTICE RE: DENSO SETTLEMENT FOR FILING (1.0).
TOUSSI S	04/24/06	0.70	ADDRESS ISSUES RE: DENSO LICENSING AGREEMENT SETTLEMENT (0.4); FOLLOWUP WITH DENSO'S COUNSEL ON MOTION (0.3).
		15.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/11/06	1.60	BEGIN TO DRAFT MOTION TO APPROVE SETTLEMENT WITH DENSO RE: PATENT INFRINGEMENT LAWSUIT (1.6).
WHARTON JN	04/12/06	3.20	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT WITH DENSO (3.2).
WHARTON JN	04/13/06	1.50	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT WITH DENSO (1.5).
WHARTON JN	04/14/06	1.60	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT WITH DENSO (1.6).
WHARTON JN	04/18/06	0.80	CONTINUE TO REVISE MOTION TO APPROVE SETTLEMENT OF DENSO PATENT INFRINGEMENT LITIGATION (0.8).
WHARTON JN	04/20/06	2.80	CONTINUE TO REVISE MOTION TO APPROVE SETTLEMENT OF PATENT INFRINGEMENT LITIGATION WITH DENSO (2.8).
WHARTON JN	04/21/06	0.70	FINISH REVISING MOTION TO APPROVE SETTLEMENT WITH DENSO RE: PATENT INFRINGEMENT DISPUTE (0.7).
		12.20	
ZALTZMAN H	04/20/06	4.10	DRAFT DENSO 9019 ORDER (0.5); EDIT DENSO 9019 MOTION (1.3); DRAFT ORDER TO FILE DENSO MOTION UNDER SEAL (1.0); EDIT DENSO ORDER TO FILE UNDER SEAL (0.8); EDIT DENSO MOTION TO FILE UNDER SEAL (0.5).
ZALTZMAN H	04/21/06	0.30	DRAFT DENSO UNDER SEAL NOTICE (0.2); DRAFT DENSO MOTION 9019 NOTICE (0.1).
ZALTZMAN H	04/25/06	0.10	REVIEW SIGNED DENSO UNDER SEAL ORDER (0.1).
		4.50	
ZIEGLER VE	04/04/06	4.10	LEGAL RESEARCH RE: OWNERSHIP OF PATENTS UNDER EU AND US LAW (4.1).
		4.10	
Total Associate		47.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	04/13/06	0.70	PREPARE AND FILE LEASE NOTICES AND COORDINATE SERVICE (0.7).
SALAZAR AG	04/19/06	0.30	CORRESPOND RE: LEASE NOTICES AND AFFIDAVITS OF SERVICE (0.3).
SALAZAR AG	04/20/06	0.30	PREPARE AND ELECTRONICALLY FILE LEASE NOTICE AND COORDINATE SERVICE (0.3).
SALAZAR AG	04/21/06	0.60	REVIEW DRAFT AFFIDAVITS OF SERVICE FOR LEASES (0.4); DISCUSS EDITS RE: AFFIDAVITS OF SERVICE (0.2).
SALAZAR AG	04/25/06	0.40	REVIEW LEASE NOTICE AFFIDAVITS OF SERVICE AND CONFIRM FOR FILING (0.3); DISTRIBUTE AFFIDAVITS OF SERVICE TO CLIENT (0.1).
SALAZAR AG	04/27/06	0.30	DISTRIBUTE OBJECTION TO LEASE NOTICE (0.3).
		2.60	
ZSOLDOS AF	04/06/06	4.30	PREPARE, UPDATE, AND COORDINATE COPIES AND DISTRIBUTION OF CHEROKEE EXHIBIT BINDER IN PREPARATION FOR HEARING (4.3).
		4.30	
Total Legal Assistant		6.90	
TOTAL TIME		<u>67.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	04/11/06	Shelden SV	134.24
Lexis/Nexis	04/14/06	Shelden SV	460.76
Lexis/Nexis	04/17/06	Ziegler VE	13.00
Lexis/Nexis	04/26/06	Shelden SV	26.00
		TOTAL LEXIS/NEXIS	\$634.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	22.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$22.00
		TOTAL MATTER	\$656.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
MEISLER RE	05/01/06	2.80	REVIEW PROPOSED TRANSFER AND CONVEYANCE OF IP (0.3); PREPARE FOR TELECONFERENCE WITH CLIENT RE: SAME (0.4); PARTICIPATE ON TELECONFERENCE RE: SAME (1.3); FOLLOW UP ON ISSUES THAT AROSE RE: SAME (0.8).
MEISLER RE	05/02/06	1.60	CONTINUE TO REVIEW PROPOSED TRANSFER AND CONVEYANCE OF IP (0.5); WORK ON POSSIBLE SETTLEMENT OF IP LITIGATIONS (0.8); TELECONFERENCE WITH D. DONAGHUE RE: SAME (0.3).
MEISLER RE	05/08/06	1.00	PREPARE FOR CONFERENCE CALL WITH CLIENT RE: POTENTIAL SETTLEMENT OF LITIGATION (0.5); PARTICIPATE ON CONFERENCE CALL RE: SAME (0.3); FOLLOW UP RE: SAME (0.2).
MEISLER RE	05/13/06	0.20	REVIEW CORRESPONDENCE FROM WILMER HALE (0.2).
MEISLER RE	05/22/06	2.00	CONTINUED ANALYSIS OF POTENTIAL SALE AND LICENSE OF PATENTS RE: BERLIN DIVESTITURE (1.5); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.2); TELECONFERENCE WITH L. HIESTAND RE: SAME (0.3).
MEISLER RE	05/23/06	0.60	ANALYSIS OF LITIGATION INQUIRY POSED BY F. KUPLICKI (0.4); TELECONFERENCE WITH F. KUPLICKI RE: SAME (0.1); REVIEW STATUS OF POTENTIAL IT DISPUTE (0.1).
MEISLER RE	05/24/06	0.30	TELECONFERENCE WITH S. CORCORAN RE: SALE OF PATENTS (BERLIN DIVESTITURE) (0.3).
MEISLER RE	05/25/06	0.90	CONTINUED ANALYSIS OF SALE OF PATENTS AND LICENSE OF SAME RE: BERLIN DIVESTITURE (0.3); TELECONFERENCE WITH M. MCGUIRE AND T. TWOMEY RE: SAME (0.6).
		9.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	05/02/06	4.10	DRAFT ANALYSIS RE: SALE AND LICENSE OF BERLIN PATENTS (2.1); EMAIL CORRESPONDENCE WITH J. STRZEBNIOK RE: SAME (2.0).
ZIEGLER VE	05/05/06	1.80	REVIEW PATENT TRANSFER AGREEMENT (1.8).
ZIEGLER VE	05/17/06	5.30	ANALYZE AND REVISE PATENT TRANSFER AGREEMENT RE: SALE AND LICENSE OF BERLIN PATENTS (4.2) EMAIL CORRESPONDENCE WITH J. STRZEBNIOK RE: SAME (1.1).
ZIEGLER VE	05/19/06	4.10	DRAFT ANALYSIS AND REVISE PATENT TRANSFER AGREEMENT E: SALE AND LICENSE OF BERLIN PATENTS (4.1).
ZIEGLER VE	05/22/06	2.10	DRAFT ANALYSIS RE: SALE AND LICENSE OF BERLIN PATENTS (2.1).
ZIEGLER VE	05/23/06	3.20	RESEARCH ISSUES RE: LICENSING AND ORDINARY COURSE OF BUSINESS (3.2).
		20.60	
Total Associate		30.00	
TOTAL TIME		<u>30.00</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Intellectual Property

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	05/26/06	Telecommunications, D	0.99
Telephone Expense	05/26/06	Telecommunications, D	1.00
Telephone Expense	05/26/06	Telecommunications, D	0.01
TOTAL TELEPHONE EXPENSE			\$2.00
TOTAL MATTER			\$2.00

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Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-24
EMPLOYEE MATTERS (PENSION)
98.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Pension)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MEISLER RE	02/22/06	2.30	REVIEW CORRESPONDENCE AND ANALYZE RE: PENSION OBLIGATIONS (1.6); TELECONFERENCES WITH S. KING RE: SAME (0.2, 0.5).
MEISLER RE	02/23/06	0.40	TELECONFERENCE WITH J. SHEEHAN RE: PENSION (0.1); ATTENTION TO SAME (0.3).
		2.70	
Total Associate		2.70	
TOTAL TIME		<u>2.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Pension)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
HIESTAND NL	03/27/06	1.90	REVIEW ISSUES RE. PBGC (1.9).
HIESTAND NL	03/28/06	0.60	ATTEND TO PBGC ISSUES (0.6).
		2.50	
MARAFIOTI KA	03/10/06	1.50	ANALYSIS OF PBGC REMEDY ENFORCEMENT OPTIONS (0.8) AND DIRECT RESEARCH RE: SAME (0.6); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.1).
MARAFIOTI KA	03/11/06	3.00	TELECONFERENCE WITH A. PASRICHA, S. CORCORAN, D. RESNICK, B. SHAW RE: TERM SHEET (1.5); FOLLOWUP WORK (0.3); REVIEW REVISED TERM SHEET AND RELATED CORRESPONDENCE (1.2).
MARAFIOTI KA	03/13/06	0.30	TELECONFERENCE WITH J. SHEEHAN RE: PBGC LIEN ISSUE (0.1) AND ANALYZE SAME (0.2).
MARAFIOTI KA	03/14/06	0.20	TELECONFERENCES AND COMMUNICATIONS. WITH L. HASSEL RE: PBGC (0.2).
MARAFIOTI KA	03/15/06	1.70	CORRESPONDENCE RE: PBGC LIENS (0.2); ANALYZE RELATED FACTS (0.7) AND LAW (0.7); TELECONFERENCE WITH S. CORCORAN RE: PBGC (0.1).
MARAFIOTI KA	03/16/06	1.20	TELECONFERENCE WITH L. HASSEL RE: PBGC (0.1); REVIEW APPLICABLE CREDIT AGREEMENT DEFAULT PROVISIONS (0.6); DID RESEARCH RE: PBGC ISSUES (0.4); CORRESPONDENCE RE: PBGC LIENS (0.1).
MARAFIOTI KA	03/20/06	0.30	CORRESPONDENCE FROM PBGC AND AMONG COUNSEL RE: PBGC ISSUES (0.3).
MARAFIOTI KA	03/22/06	0.10	TELECONFERENCE FROM R. LUNA AT THE PBGC (0.1).
MARAFIOTI KA	03/23/06	1.10	UPDATE RE: PBGC NEGOTIATIONS (0.3); TELECONFERENCE WITH S. GALE RE: PBGC (0.4) AND FOLLOWUP TELECONFERENCES (0.4).
MARAFIOTI KA	03/27/06	0.10	TELECONFERENCE WITH J. SEGAL AT PBGC RE: FILING OF CLAIMS (0.1).
MARAFIOTI KA	03/28/06	0.50	CORRESPONDENCE RE: PBGC (0.3); ANALYZE FOREIGN ENFORCEMENT ISSUES (0.2).
MARAFIOTI KA	03/29/06	1.10	REVIEW PBGC STIPULATION (0.4); TELECONFERENCES FROM AND TO J. SEGAL (0.1); CORRESPONDENCE TO CLIENT AND L. HASSEL (0.1); DID RESEARCH (0.4); ANALYZE UK PENSION ISSUE (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/31/06	0.10	TELECONFERENCE WITH J. SEGAL (0.1).
		11.20	
Total Partner		13.70	
MATZ TJ	03/10/06	1.20	WORK ON PBGC MATTERS (1.2).
MATZ TJ	03/13/06	1.60	CONTINUING WORK ON PBGC REMEDIAL RIGHTS (1.6).
MATZ TJ	03/14/06	2.20	WORK ON PBGC LIENS, RIGHTS MEMORANDUM, PARTICULARS OF PENSIONS, REQUIRED AND OUTSTANDING CONTRIBUTIONS (1.9); CALLS W. S. KING OF FTI RE: SAME (0.3).
MATZ TJ	03/17/06	0.30	TELECONFERENCE WITH R. LUNA OF PBGC RE; PBGC CLAIMS AND LIEN (0.3).
MATZ TJ	03/23/06	2.40	CONTINUING WORK ON PBGC "MINIMUM CONTACTS" ISSUE (0.8); CONTINUING WORK ON PBGC LIEN RIGHTS, ALTERNATIVE RESOLUTIONS TO LEGISLATIVE APPROACH, AND AGREED UPON PROPOSED STIPULATION (1.6).
MATZ TJ	03/24/06	1.30	FOLLOW-UP WORK ON LIEN ANALYSIS (0.5); CONTINUING WORK ON PBGC LIEN AND RESPONSE MATTERS (0.8).
MATZ TJ	03/28/06	0.20	WORK ON RESPONSE TO PBGC LIEN ENQUIRY (0.2).
		9.20	
Total Counsel		9.20	

FERN BM	03/01/06	0.30	REVISE SCRIPT TO ERISA MOTION (0.3)
FERN BM	03/03/06	0.50	EMAILS TO/FROM N. BUBNOVICH RE: REVISED AIP (0.2); EMAILS TO/FROM N. BERGER AND A. TOGUT RE: ERISA STIPULATION (0.3).
FERN BM	03/06/06	0.20	EMAIL TO S. GOTTO RE: ERISA STIPULATION (0.2).
FERN BM	03/07/06	0.30	REVISE SCRIPT TO ERISA MOTION (0.3).
		1.30	
MCFARLANE DS	03/10/06	1.90	REVIEW ERISA MATTERS INCLUDING PENSION PLAN PBGC LIENS AND PROVIDE INFORMATION RE: SAME (1.9).
MCFARLANE DS	03/13/06	2.40	CONSIDER PENSION PLAN CONTRIBUTION AND LIEN ISSUES (0.3); RESEARCH ISSUES RELATING TO PBGC ENFORCEMENT OF LIENS AGAINST FOREIGN ENTITIES (2.1).
		4.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZIEGLER VE	03/10/06	6.50	LEGAL RESEARCH RE: ENFORCEABILITY OF PBGC LIENS AGAINST FOREIGN MEMBERS OF THE CONTROLLED GROUP (6.5).
ZIEGLER VE	03/11/06	6.30	RESEARCH CASE LAW RE: ENFORCEABILITY OF PBGC LIENS AGAINST FOREIGN MEMBERS OF THE CONTROLLED GROUP (6.3).
ZIEGLER VE	03/12/06	8.40	LEGAL RESEARCH RE: ENFORCEABILITY OF PBGC LIENS AGAINST FOREIGN MEMBERS OF THE CONTROLLED GROUP (7.3); DRAFT MEMO RE: SAME (1.1).
ZIEGLER VE	03/13/06	11.40	LEGAL RESEARCH RE: ENFORCEABILITY OF PBGC LIENS AGAINST FOREIGN MEMBERS OF THE CONTROLLED GROUP (6.3); DRAFT MEMO RE: SAME (5.1).
ZIEGLER VE	03/14/06	6.70	CONTINUE DRAFTING MEMO RE: ENFORCEABILITY OF PBGC LIENS AGAINST FOREIGN MEMBERS OF THE CONTROLLED GROUP (6.7).
ZIEGLER VE	03/15/06	6.70	REVIEW AND ANALYZE PBGC EMAIL CORRESPONDENCE (2.0) AND 8KS (1.2); REVISE MEMO RE: PBGC'S LIENS (3.5).
ZIEGLER VE	03/16/06	6.50	CONTINUE RESEARCHING ISSUES RE: PBGC'S ABILITY TO ENFORCE A LIEN AGAINST A FOREIGN ENTITY AND ITS ASSETS IN THE US (6.5).
ZIEGLER VE	03/24/06	3.20	DRAFT AND REVISE PRESENTATION RE: PBGC ISSUES (3.2).
ZIEGLER VE	03/28/06	1.20	WORK ON PBGC LIEN ISSUES (0.6); EMAIL CORRESPONDENCE RE: SAME (0.6).
ZIEGLER VE	03/29/06	4.60	REVIEW STIPULATION WITH PBGC RE: PROOF OF CLAIM (1.0) CASE LAW RESEARCH RE: SAME (3.1); EMAIL CORRESPONDENCE RE: SAME (0.5).
		61.50	
Total Associate		67.10	
TOTAL TIME		<u>90.00</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (Pension)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	03/31/06	Telecommunications, D	1.83
Telephone Expense	03/31/06	Telecommunications, D	2.09
Telephone Expense	03/31/06	Telecommunications, D	0.07
Telephone Expense	03/31/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$4.00
Lexis/Nexis	03/28/06	Zaltzman H	147.00
		TOTAL LEXIS/NEXIS	\$147.00
Westlaw	03/13/06	Ziegler VE	961.72
Westlaw	03/14/06	Ziegler VE	188.11
Westlaw	03/16/06	Ziegler VE	836.17
		TOTAL WESTLAW	\$1,986.00
CLR/Disclosure	03/31/06	Global Securities	28.00
		TOTAL CLR/DISCLOSURE	\$28.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	13.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$13.00
		TOTAL MATTER	\$2,178.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Pension)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
COCHRAN EL	04/04/06	1.40	REVIEW CONFIDENTIALITY AGREEMENT ISSUES RE: PBGC (1.4).
		1.40	
MARAFIOTI KA	04/03/06	1.00	CORRESPONDENCE RE: PBGC (0.1); TELECONFERENCE WITH F. KUPLICKI AND L. HASSEL RE: PBGC ISSUES (0.2); ADDITIONAL CORRESPONDENCE RE: SAME (0.3); TELECONFERENCE WITH HASSEL AND ANALYZE FOIA ISSUES (0.4).
MARAFIOTI KA	04/04/06	0.10	ANALYZE FOIA ISSUES IN CONNECTION WITH PBGC (0.1).
MARAFIOTI KA	04/05/06	0.90	TELECONFERENCE WITH K. MORRIS (0.1); ANALYZE FOIA ISSUES (0.2); REVIEW RESEARCH MEMO RE: SAME (0.4) AND REVIEW RELATED CORRESPONDENCE (0.2).
MARAFIOTI KA	04/06/06	1.60	REVIEW PROPOSED CONFIDENTIALITY AGREEMENT WITH PBGC (0.7); TELECONFERENCE WITH L. HASSEL, SABRIN AND MICHAEL IN PREPARATION FOR PBGC CALL (0.3); TELECONFERENCES WITH PBGC, HASSEL (0.3); CORRESPONDENCE TO CLIENT RE: SAME (0.3).
MARAFIOTI KA	04/07/06	0.20	CORRESPONDENCE RE: PBGC (0.2).
MARAFIOTI KA	04/17/06	0.10	TELECONFERENCE WITH E. WILSON RE: PBGC STIPULATIONS RE: 1113 AND PROOFS OF CLAIM (0.1).
MARAFIOTI KA	04/19/06	1.70	REVIEW PROPOSED STIPULATIONS RE: 1113/1114 (0.3); PROOF OF CLAIM (0.3); E. WILSON (0.1); CORRESPONDENCE TO CLIENT AND LONIE HASSEL RE: SAME (0.2); ANALYZE ISSUES RE: SAME (0.3); TELECONFERENCE FROM B. SHAW RE: PBGC ISSUES (0.1); TELECONFERENCE WITH HASSEL AND FRANK KUPLICKI RE: PROPOSED PBGC 1113/1114 STIPULATION AND FOLLOWUP MESSAGE TO WILSON (0.2); CORRESPONDENCE TO PBGC RE: SAME (0.2).
MARAFIOTI KA	04/21/06	0.40	CORRESPONDENCE FROM PBGC RE: SECTION 1113/1114 STIPULATION (0.2); CORRESPONDENCE TO J. SHEEHAN RE: PBGC MATTERS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	04/24/06	1.40	TELECONFERENCE WITH J. SEGAL (0.1); CORRESPONDENCE RE: 1113 STIPULATION (0.2); CORRESPONDENCE RE: COMPASS ISSUES (0.2); TELECONFERENCE WITH L. HASSEL (0.1); TELECONFERENCE WITH SEGAL WITH HASSEL (0.1); TELECONFERENCE WITH F. KUPLIICKI WITH HASSEL (0.1); ADDITIONAL TELECONFERENCE WITH SEGAL (0.1); TELECONFERENCE WITH J. SHEEHAN RE: PBGC ISSUES (0.2); CONSIDER FOIA ISSUES (0.3).
MARAFIOTI KA	04/25/06	0.10	CONFERRED WITH J. SHEEHAN RE: PBGC ISSUES (0.1).
MARAFIOTI KA	04/27/06	0.10	TELECONFERENCE FROM E. WILSON RE: PBGC CLAIMS STIPULATION (0.1).
MARAFIOTI KA	04/28/06	0.90	REVIEW PBGC CLAIMS STIPULATION (0.4); TELECONFERENCE FROM J. SEGAL (0.2); MESSAGE HASSEL (0.1); TELECONFERENCES WITH J. SHEEHAN RE: PBGC (0.2).

8.50

Total Partner

9.90

MICHAEL MD	04/04/06	1.20	REVIEW CORRESPONDENCE AND DOCUMENTS RELATING TO ISSUE (0.3); BEGIN REVIEWING RESEARCH INTO CONFIDENTIALITY ISSUES (0.9).
MICHAEL MD	04/05/06	4.00	CONTINUE LEGAL RESEARCH INTO CONFIDENTIALITY ISSUES (2.6); DRAFT CONFIDENTIALITY ORDER AND LETTER AGREEMENT WITH PBGC (1.4).
MICHAEL MD	04/06/06	2.00	REVISE CONFIDENTIALITY ORDER AND LETTER AGREEMENT WITH PBGC (0.6); PARTICIPATE IN PRE-CALL (0.4) AND TELECONFERENCE WITH PBGC (0.4); REVISE DOCUMENTS IN LIGHT OF COMMENTS AND CIRCULATE DRAFTS INTERNALLY (0.6).
MICHAEL MD	04/24/06	1.00	REVIEW AGREEMENT FROM PBGC AND ANALYZE DIFFERENCES FROM CLIENT PROPOSAL (1.0).
		8.20	
Total Associate		8.20	

TOTAL TIME

18.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (Pension)**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	04/04/06	Geller LS	1,225.51
Westlaw	04/05/06	Michael MD	105.72
Westlaw	04/05/06	Geller LS	1,309.59
Westlaw	04/06/06	Geller LS	19.18
		TOTAL WESTLAW	\$2,660.00
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	3.77
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	0.23
		TOTAL VENDOR HOSTED TELECONFERENCING	\$4.00
		TOTAL MATTER	\$2,664.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Pension)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	05/02/06	0.20	TELECONFERENCES WITH SHEEHAN, SHAW RE: PBGC (0.2).
MARAFIOTI KA	05/04/06	0.10	CORRESPONDENCE FROM F. KUPLIICKI RE: PBGC (0.1).
MARAFIOTI KA	05/15/06	0.60	REVIEWED REVISED PBGC STIPULATION, MOTION AND PROPOSED ORDER RE: JOINT PROOFS OF CLAIM (0.5); TELECONFERENCE WITH E. WILSON RE: SAME (0.1).
MARAFIOTI KA	05/17/06	0.20	REVIEWED AND EXECUTED FINAL STIPULATION RE: PBGC PROOFS OF CLAIM AND CORRESPONDENCE RE: SAME (0.2).
MARAFIOTI KA	05/21/06	0.50	RESEARCH PENSION ISSUES (0.5).
MARAFIOTI KA	05/25/06	0.10	TELECONFERENCE FROM N. TORRACO RE: COMPASS REQUEST (0.1).
		1.70	
Total Partner		1.70	
TOTAL TIME		<u>1.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Pension)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	5.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$5.00
		TOTAL MATTER	\$5.00

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- and -

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Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-25
REAL ESTATE (OWNED)
73.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	02/02/06	0.20	REVIEW REAL ESTATE AGENDA ITEMS FOR SENIOR STRATEGY TELECONFERENCE (0.2).
WEXLER MP	02/03/06	0.80	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND OTHER MATTERS (0.8).
WEXLER MP	02/07/06	0.30	REVIEW STATUS OF PROPERTIES TO BE DONATED AND ISSUES IN CONNECTION THEREWITH (0.3).
WEXLER MP	02/08/06	0.60	REVIEW AND STRATEGIZE ON REAL PROPERTY QUESTIONS FROM CLIENT (0.4); REVIEW AND DISCUSS RESPONSE TO CALL FROM R. LOFKO RE: ASBESTOS LITIGATION INVOLVING OHIO PLANT (0.2).
WEXLER MP	02/09/06	0.30	CONSIDER REAL ESTATE ITEMS TO BE PLACED ON AGENDA FOR SENIOR STRATEGY MEETING (0.3).
WEXLER MP	02/10/06	0.80	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND OTHER MATTERS (0.8).
WEXLER MP	02/13/06	1.10	REVIEW ISSUES RE: DONATION OF OWNED PROPERTIES IN LIGHT OF C. HITCHCOCK EMAIL (0.4); REVIEW ISSUES RE: TERMINATION OF LICENSE AGREEMENTS PER C. HITCHCOCK (0.3); REVIEW ISSUES RE: PROCEDURES TO REJECT LICENSES AND CORRESPONDENCE WITH CLIENT RE: NATURE OF LICENSES (0.4).
WEXLER MP	02/14/06	2.10	PREPARE FOR TELECONFERENCE WITH CLIENT RE: DONATION OF PROPERTY AND OTHER REAL ESTATE ISSUES (0.8); TELECONFERENCE WITH C. COMERFORD, SOKOL, J. BEAUDOEN AND C. HITCHCOCK RE: REAL ESTATE MATTERS (1.3).
WEXLER MP	02/23/06	0.20	CONSIDER ITEMS TO BE INCLUDED ON SENIOR STRATEGY AGENDA (0.2).
WEXLER MP	02/24/06	0.80	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND RELATED MATTERS (0.8).
		7.20	
Total Partner		7.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	02/07/06	0.40	REVIEW OF INCOMING CORRESPONDENCE (0.4).
DANZ CE	02/10/06	1.10	REVIEW OF JONES LANG LASALLE FACILITY CHARGES AND GOVERNING CONTRACT (0.5); DISCUSSIONS WITH M. KAMISCHKE RE: CURRENT AND PAST CHARGES (0.3); TELECONFERENCE WITH J. WEISS (0.3).
DANZ CE	02/13/06	0.80	ASSISTED WITH CONFIRMING MANUFACTURING PLANT SITES AND COMMUNICATION WITH M. KAMISCHKE (0.3), COMMUNICATION WITH J. WEISS RE: JLL CHARGES (0.3); TELECONFERENCE WITH J. BECKER (0.2).
DANZ CE	02/14/06	2.30	COORDINATED WITH DELPHI RE: MANUFACUTING SITES IN CONNECTION WITH UPCOMING COURT FILINGS (0.5); REVIEWED FIRST DAY MATERIALS RE: SITE NUMBERS (0.4); FOLLOWUP WITH J. BECKER ON FACILITY SERVICES WORK ANALYSIS FOR COMMITTEE (0.4); COMMUNICATION WITH B. ECKBLAD RE: HEADCOUNT ANALYSIS (0.3); REVIEW OF RELATED INVOICES FOR RESPONSE TO CREDITORS' COMMITTEE (0.7).
DANZ CE	02/15/06	0.60	REVIEW OF RECENTLY RECEIVED CORRESPONDENCE (0.6).
DANZ CE	02/23/06	0.70	COMMUNICATION TO J. WEISS (0.2), REVIEW OF PROPERTY CHART REPORT FOR MOTION INFORMATION CONFIRMATING FOR UPCOMING FILING (0.5).
DANZ CE	02/24/06	0.50	TELECONFERENCES WITH C. COMERFORD RE: GENERAL REAL PROPERTY LEASE MATTERS (0.5).
		6.40	
MEISLER RE	02/08/06	1.40	REVIEW POTENTIAL REAL ESTATE TRANSACTIONS (1.4).
		1.40	
Total Associate		7.80	
TOTAL TIME		<u>15.00</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Wireless - Mobile/Cellular/Pager	02/24/06	Wexler MP	17.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$17.00
		TOTAL MATTER	\$17.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	03/01/06	0.40	CORRESPONDENCE WITH C. HITCHCOCK RE: LAUREL, MS BOND PROPERTY (0.1) AND FOLLOW UP ON ISSUES (0.3).
WEXLER MP	03/02/06	0.20	CONSIDER REAL ESTATE ITEMS TO INCLUDE ON SENIOR STRATEGY AGENDA AND CORRESPONDENCE IN CONNECTION THEREWITH (0.2).
WEXLER MP	03/03/06	1.80	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND RELATED MATTERS (1.4); FOLLOW UP ON BOND ISSUES AND ALTERNATIVES RE: LAUREL, MS (0.4).
WEXLER MP	03/13/06	0.70	REVIEW AND COMMENT ON CLIENT MEMO RE: PAYMENT AND ALLOCATION OF REAL ESTATE TAXES (0.3); REVIEW CORRESPONDENCE FROM AND WITH CLIENT RE: REAL ESTATE ISSUES (0.4).
WEXLER MP	03/14/06	0.30	CORRESPONDENCE WITH C. HITCHCOCK RE: LAUREL, MS BOND FINANCING AND ALTERNATIVES (0.3).
WEXLER MP	03/15/06	0.50	REVIEW ISSUES RE: PROPERTY AND BOND FINANCING IN LAUREL, MICHIGAN AND STRATEGY FOR DEALING WITH SAME (0.5).
WEXLER MP	03/16/06	0.30	REVIEW STATUS OF DISCUSSIONS ON LAUREL, MS AND ISSUES TO BE CONSIDERED (0.3).
WEXLER MP	03/17/06	1.30	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND OTHER MATTERS (1.3).
WEXLER MP	03/21/06	0.40	PREPARE FOR TELECONFERENCE WITH COMPANY RE: ENVIRONMENTAL ISSUES IN CONNECTION WITH PLANT CLOSINGS, INCLUDING REVIEW OF MATERIALS PREPARED BY D. BICKNELL IN CONNECTION THEREWITH (0.4).
WEXLER MP	03/22/06	2.20	REVIEW MATERIALS IN PREPARATION FOR (0.4) AND PARTICIPATE IN CONFERENCE CALL WITH CLIENT (FACILITIES, ENVIRONMENTAL, IN-HOUSE ATTORNEYS) RE: ENVIRONMENTAL INVESTIGATION/REMEDIATION AT DELPHI PROPERTIES (1.8).
WEXLER MP	03/24/06	1.50	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND OTHER MATTERS (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	03/31/06	1.50	TELECONFERENCES AND CORRESPONDENCE WITH ATTORNEY FOR JLL RE: FEE AND EXPENSE STATEMENT (0.4); REVIEW PROPOSED EXPENSE STATEMENTS FOR CONFIDENTIALITY ISSUES (0.2); REVIEW UNDERLYING JLL AGREEMENT RE: APPROPRIATE EXPENSES (0.6); AND FOLLOW UP WITH CLIENT IN CONNECTION THEREWITH (0.3).
		11.10	
Total Partner		11.10	
DANZ CE	03/01/06	2.50	ATTENTION TO THE OPUS WEST MATTER AND RELATED FOLLOWUP (0.4); REVIEW OF THE CSX CORRESPONDENCE AND FURTHER INVESTIGATION WITH THE COMPANY (0.7); FURTHER REVIEW OF THE LAUREL, MISSISSIPPI LEASE FINANCING ISSUE AND BEGAN RESEARCH ON ISSUE (1.4).
DANZ CE	03/02/06	0.30	TELECONFERENCE WITH J. BEAUDOEN RE: OWNED PROPERTY ISSUES (0.3).
DANZ CE	03/16/06	0.40	REVIEW RECENTLY RECEIVED CORRESPONDENCE (0.4).
		3.20	
Total Associate		3.20	
TOTAL TIME		<u>14.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/10/06	Copy Center, D	1.00
		TOTAL IN-HOUSE REPRODUCTION	\$1.00
Messengers/ Courier	03/07/06	Dist Serv/Mail/Page, D	6.00
		TOTAL MESSENGERS/ COURIER	\$6.00
		TOTAL MATTER	\$7.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	04/03/06	1.70	PARTICIPATE IN SENIOR STRATEGY CALL RE: REAL ESTATE AND OTHER MATTERS (0.9); REVIEW ISSUES RE: PURCHASE OF TUSCALOOSA, ALABAMA PLANT AND RECORDATION OF DEED AND TRANSFER TAX MATTERS AND FOLLOW UP ON SAME (0.8).
WEXLER MP	04/04/06	0.70	REVIEW ISSUES IN CONNECTION WITH RECORDATION OF TUSCALOOSA DEED AND PAYMENT OF THE TRANSFER TAX (0.4) AND REVIEW PRIOR ORDERS ENTERED (0.3).
WEXLER MP	04/07/06	0.90	REVIEW ALABAMA STATUTE RE: TRANSFER TAX AND CONSIDER STRATEGY FOR RECORDATION OF TUSCALOOSA, AL DEED AND UNDERLYING REAL ESTATE TAX ISSUES (0.6); REVIEW AND COMMENT ON CORRESPONDENCE TO TUSCALOOSA TAX COLLECTOR (0.3).
WEXLER MP	04/10/06	0.20	REVIEW ISSUES IN CONNECTION WITH RECORDATION OF TUSCALOOSA DEED (0.2).
WEXLER MP	04/11/06	0.20	FOLLOW UP ON DEED RECORDATION FOR TUSCALOOSA ALABAMA SITE (0.2).
WEXLER MP	04/12/06	0.20	FOLLOW UP ON PAYMENT OF TRANSFER TAX ON TUSCALOOSA SITE (0.2).
WEXLER MP	04/13/06	1.20	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND RELATED MATTERS (0.8); FOLLOW UP ON PREPARATION OF MOTION TO EXERCISE PUT FOR NEW BRUNSWICK PLANT (0.2); REVIEW CLIENT CORRESPONDENCE AND FOLLOW UP ON RECORDATION OF TUSCALOOSA DEED AND PAYMENT OF RECORDING TAX (0.2).
WEXLER MP	04/19/06	0.60	REVIEW PROPOSAL TO GRANT EASEMENT OVER OWNED PROPERTY AND PROCEDURES TO BE FOLLOWED, INCLUDING REVIEW OF PRECEDENT (0.6).
WEXLER MP	04/22/06	0.30	CONSIDER POSSIBLE STRATEGIES FOR ENVIRONMENTAL ISSUES WITH OWNED REAL ESTATE (0.3).
WEXLER MP	04/25/06	1.40	CONSIDER ISSUES IN PREPARATION FOR 5/3 MEETING IN TROY RE: DISPOSITION OF PROPERTIES (1.4).
WEXLER MP	04/26/06	0.40	CONSIDER AGENDA AND ISSUES TO BE COVERED AT 5/3 MEETING IN TROY (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WEXLER MP	04/27/06	1.10	REVIEW CORRESPONDENCE FROM J. KLEINMAN RE: JLL INTERIM FEE AND EXPENSE REIMBURSEMENT AND FOLLOW UP ON SAME (0.3); REVIEW SPECIFICS FOR ENVIRONMENTAL MEETING IN TROY ON MAY 3 AND PREPARE THEREFOR (0.6); REVIEW AND COMMENT ON AGENDA FOR SENIOR STRATEGY MEETING ON REAL ESTATE RELATED AND OTHER MATTERS AND CORRESPONDENCE IN CONNECTION THEREWITH (0.2).
WEXLER MP	04/28/06	0.50	FOLLOW UP ON PREPARATION FOR 5/3 MEETING IN TROY (0.5).
		9.40	
Total Partner		9.40	
DANZ CE	04/06/06	1.10	COMMUNICATION WITH J. WEISS RE: THE JLL CHARGES (0.3) AND FOLLOWUP WITH M. KAMISCHKE RE: THE SAME (0.3); COMMUNICATION WITH J. BEAUDOEN (0.2); COMMUNICATION WITH C. COMERFORD (0.3).
DANZ CE	04/07/06	1.50	DRAFT LETTER TO P. COCHRANE AND DISTRIBUTED THE SAME (1.3); COMMUNICATION WITH J. BEAUDOEN RE: TUSCALOOSA (0.2).
DANZ CE	04/12/06	0.50	REVIEW OF INCOMING CORRESPONDENCE (0.5).
DANZ CE	04/21/06	0.30	ATTENTION TO REAL ESTATE TAX ISSUE ON OWNED REAL PROPERTY (0.3).
DANZ CE	04/24/06	1.30	REVIEW AND RESEARCH IN TO 10K REAL PROPERTY RELATED ISSUES (1.3).
DANZ CE	04/25/06	0.70	REVIEW OF THE IRVINE, CA ENVIRONMENTAL ISSUE AND STRATEGY DEVELOPMENT (0.7).
DANZ CE	04/26/06	0.70	REVIEW OF THE DOCKET (0.3); ATTENTION TO OWNED ISSUES AT LAUREL, MISSISSIPPI (0.4).
		6.10	
Total Associate		6.10	
TOTAL TIME		<u>15.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	05/01/06	0.60	PREPARATION FOR 5/3 MEETING IN TROY ON PLANNING FOR CLOSING FACILITIES ON OWNED PROPERTIES (0.6).
WEXLER MP	05/05/06	3.10	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND OTHER MATTERS (0.6); REVIEW CLIENT COMMENTS AND REVIEW AND COMMENT ON MEMO RE: ENVIRONMENTAL STRATEGY FOR OWNED PROPERTIES (0.8); REVIEW UNDERLYING DOCUMENTS FOR BROOKHAVEN AND CONSIDER STRATEGY RE: LAUREL, BROOKHAVEN AND MONROE PROPERTIES (1.7).
WEXLER MP	05/08/06	0.80	REVIEW CLIENT CORRESPONDENCE RE: TREATMENT OF LAUREL AND BROOKHAVEN PROPERTIES AND FOLLOW UP ON SAME (0.4); CORRESPONDENCE WITH CLIENT RE: OWNED AND CLOSING PROPERTIES AND POSSIBLE ISSUES FOR DISPOSITION (0.4).
WEXLER MP	05/10/06	1.40	REVIEW CLIENT MATERIALS RE: PLANTS TO BE CLOSED (0.8) AND CONSIDER STRATEGY FOR DEALING WITH SAME (0.6).
WEXLER MP	05/15/06	0.40	REVIEW CORRESPONDENCE AND STRATEGY FOR CLOSURE OF WICHITA, TX PLANT (0.4).
WEXLER MP	05/18/06	0.20	REVIEW ISSUES TO BE CONSIDERED FOR SENIOR STRATEGY TELECONFERENCE AND CORRESPONDENCE RE: SAME (0.2).
WEXLER MP	05/19/06	1.00	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE: REAL ESTATE AND OTHER MATTERS (1.0).
WEXLER MP	05/22/06	1.40	REVIEW ISSUES IN CONNECTION WITH C. HITCHCOCK DEPARTURE FROM JLL (0.2); REVIEW APPRAISAL AND OTHER MATERIALS IN CONNECTION WITH THE CLOSING OF THE WICHITA FALLS PLANT (0.6); REVIEW ISSUES IN CONNECTION WITH PAYMENTS MADE BY GM ON LAURAL AND BROOKHAVEN PLANTS AND STRATEGY GOING FORWARD (0.6).
WEXLER MP	05/30/06	0.40	REVIEW ISSUES RE: PAYMENT OF SPECIAL ASSESSMENT ON TROY HEADQUARTERS BUILDING (0.4).
WEXLER MP	05/31/06	0.40	REVIEW ISSUES RELATING TO PAYMENT OF SPECIAL ASSESSMENT ON CORPORATE HEADQUARTERS AND LEASE PAYMENT ON BROOKHAVEN (0.4).

9.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Partner		9.70	
DANZ CE	05/08/06	0.70	REVIEW OF THE COMPANY'S ACCOUNTING PRACTICES FOR LAUREL, MISSISSIPPI AND SIMILARLY SITUATED PROPERTIES (0.4); REVIEW OF DISCLOSURE STATEMENT LANGUAGE RE: OWNED PROPERTY (0.3).
DANZ CE	05/17/06	0.60	ATTENTION TO THE MARICOPA INQUIRY AND FOLLOW-UP COMMUNICATION WITH W. KRYGOWSKI AND C. COMERFORD (0.6).
DANZ CE	05/22/06	0.90	DISCUSSION OF THE WICHITA FALLS ISSUES (0.5); PRELIMINARY REVIEW OF THE DONATION ISSUES (0.4).
DANZ CE	05/30/06	2.40	TELECONFERENCE FROM B. LUETHGE (0.3), BEGAN REVIEWING SPECIAL ASSESSMENT TAX ISSUE AT HEADQUARTERS (1.7), ATTENTION TO THE DONATION ISSUES (0.4).
DANZ CE	05/31/06	4.90	DEVELOPMENT OF STRATEGY IN MEETING FOR BROOKHAVEN RE: POSSIBLE ASSIGNMENT PROBLEMS (0.2) AND ATTENTION TO THE FLINT DONATION ISSUE (0.4), PARTICIPATION IN STRATEGY SESSION ON THE SPECIAL ASSESSMENT ISSUE (0.4), RESEARCH TROY CITY CODE AND OTHER BANKRUPTCY RELATED CASE LAW RE: THE SPECIAL ASSESSMENT (2.5), COMMUNICATION WITH B. LUETHGE RE: THE ASSESSMENT (0.4), REVIEW OF THE FLINT WEST DONATION DOCUMENTS (1.0).
		9.50	
DIAZ LB	05/02/06	8.20	RESEARCHED RE: POSTPETITION INTEREST PAYMENT (8.2).
		8.20	
MEISLER RE	05/31/06	1.50	REVIEW REAL PROPERTY DONATION DOCUMENTS (0.2); CONFERENCE WITH M. WEXLER AND C. DANZ RE: SAME (0.6), AND TROY SPECIAL ASSESSMENT (0.4); CONTINUED ATTENTION TO TROY SPECIAL ASSESSMENT (0.3).
		1.50	
Total Associate		19.20	
TOTAL TIME		<u>28.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Real Estate (Owned)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/12/06	Copy Center, D	749.70
In-house Reproduction	05/23/06	Copy Center, D	2.30
		TOTAL IN-HOUSE REPRODUCTION	\$752.00
Telephone Expense	05/26/06	Telecommunications, D	0.49
Telephone Expense	05/26/06	Telecommunications, D	0.49
Telephone Expense	05/26/06	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$1.00
Westlaw	05/02/06	Diaz LB	202.29
Westlaw	05/24/06	Diaz LB	54.71
		TOTAL WESTLAW	\$257.00
Outside Research/Internet Services	05/28/06	ChoicePoint Inc.	147.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$147.00
Scanning to PDF with Full Text	05/05/06	Patmos D	2.00
		TOTAL SCANNING TO PDF WITH FULL TEXT	\$2.00
		TOTAL MATTER	\$1,159.00

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Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-26
EXECUTORY CONTRACTS (PERSONALTY)
84.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
FERN BM	02/15/06	1.20	REVIEWED EMAIL FROM K. CRAFT RE: LEASESD EQUIPMENT IN LANDRUM, SC (0.3); REVIEWED PACIFIC RIM PLEADINGS (0.2); DRAFTED CORRESPONDENCE TO BANK OF LINCOLNWOOD RE: PACIFIC RIM EQUIPMENT (0.7).
FERN BM	02/16/06	0.70	REVISED BANK OF LINCOLNWOOD LETTER RE: PACIFIC RIM EQUIPMENT (0.7).
FERN BM	02/17/06	0.30	REVIEWED RESEARCH RESULTS RE: REMOVAL OF PERSONAL PROPERTY (0.3).
FERN BM	02/21/06	1.10	REVISED LETTER TO BANK OF LINCOLNWOOD (0.8); FORMULATE STRATEGY RE: GM CONTRACTS (0.3).
		3.30	
MEISLER RE	02/08/06	0.70	ANALYSIS OF CERTAIN GOVERNMENTAL CONTRACTS RE: R&D (0.7).
MEISLER RE	02/10/06	0.70	CONTINUED ANALYSIS OF CERTAIN GOVERNMENTAL CONTRACTS RE: R&D (0.7).
MEISLER RE	02/21/06	0.40	TELECONFERENCE WITH K. CRAFT RE: CORRESPONDENCE TO BANK OF LINCOLNWOOD RE: PERSONAL PROPERTY LEASE REJECTION (0.1); ANALYSIS OF SAME (0.3).
MEISLER RE	02/24/06	0.50	ATTENTION TO IT CONTRACT (0.5).
MEISLER RE	02/27/06	0.20	TELECONFERENCE WITH A. VANDENBERGH RE: ASSIGNMENT OF CONTRACTS (0.2).
		2.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/16/06	3.00	RESEARCH THE PROCESS FOR REMOVING EQUIPMENT POST-CONTRACT REJECTION (3.0) .
ZALTZMAN H	02/18/06	1.00	RESEARCH APPLICATION OF UCC "GOOD FAITH" AND OTHER PROVISIONS TO A POSSIBLE REMOVAL OF EQUIPMENT ISSUE RE: AN EXECUTORY LEASE (1.0) .
ZALTZMAN H	02/22/06	0.80	REVIEW EDS MEMO AND CORRESPONDING CASE LAW IN PREPARATION FOR DISCUSSION WITH P. STURKENBOOM OF DELPHI (0.8) .
ZALTZMAN H	02/23/06	0.30	CONTINUE REVIEW OF EDS MINIMUM COMMITMENT CONTRACTS WITH DELPHI RE: PRORATION ISSUE (0.3) .

5.10

Total Associate

10.90

SCHER S	02/14/06	5.50	REVIEW CONTRACTS FOR CODING IN CONCORDANCE (3.0) ; ASSEMBLE CLIENT CONTRACTS (2.5) .
		5.50	
Total Legal Assistant		5.50	
NEGRON AM	02/02/06	1.50	REVIEW AND INDEX EXECUTORY CONTRACT DOCUMENTS (1.5) .
		1.50	
Total Legal Assistant Support		1.50	

TOTAL TIME

17.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/17/06	Copy Center, D	40.58
In-house Reproduction	02/17/06	Copy Center, D	2.42
		TOTAL IN-HOUSE REPRODUCTION	\$43.00
Telephone Expense	02/24/06	Telecommunications, D	49.53
Telephone Expense	02/24/06	Telecommunications, D	51.34
Telephone Expense	02/24/06	Telecommunications, D	1.13
		TOTAL TELEPHONE EXPENSE	\$102.00
		TOTAL MATTER	\$145.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
MICHELLI MJ	03/17/06	0.80	TELECONFERENCE WITH Y. ELISSA RE: PILLARHOUSE PAYMENTS (0.7); TELECONFERENCE WITH T. DONOVAN RE: SAME (0.1).
MICHELLI MJ	03/18/06	0.20	REVIEW R. REYNOLDS MATERIALS RE: EXECUTORY CONTRACT PERFORMANCE (0.2).
MICHELLI MJ	03/21/06	0.20	TELECONFERENCE WITH Y. ELISSA RE: PILLARHOUSE PAYMENTS (0.2).
		1.20	
STUART NL	03/02/06	0.90	TELECONFERENCE WITH J. LONDHE RE: NILES (0.3); RESEARCH RE: NILES CONTRACT ISSUES (0.6).
STUART NL	03/05/06	1.80	REVIEW EXECUTORY CONTRACT ISSUES IN PREPARATION OF DRAFTING MOTION (1.8).
STUART NL	03/07/06	4.20	DRAFT PRESENTATION RE: EXECUTORY CONTRACTS (4.2).
STUART NL	03/08/06	7.50	CONTINUE TO DRAFT AND REVISE PRESENTATION ON EXECUTORY CONTRACTS (6.2); RESEARCH RE: EXECUTORY CONTRACT ISSUES (1.3).
STUART NL	03/10/06	3.30	REVIEW AND REVISE EXECUTORY CONTRACT PRESENTATION FOR BOARD MEETING (1.8); TELECONFERENCE WITH CLIENT RE: EXECUTORY CONTRACT STRATEGY (1.5).
STUART NL	03/24/06	4.40	RESEARCH RE: EXPIRING CONTRACTS AND POTENTIAL COUNTERARGUMENTS (3.7); TELECONFERENCE WITH CLIENT AND FTI RE: CONTRACT REJECTION (0.7).
STUART NL	03/27/06	1.00	REVISE CONTRACT REJECTION ORDER (0.7); REVISE MOTION (0.3).
		23.10	
Total Associate		24.30	
TOTAL TIME		<u>24.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	0.30
In-house Reproduction	03/28/06	Copy Center, D	5.42
In-house Reproduction	03/31/06	Copy Center, D	18.47
In-house Reproduction	03/31/06	Copy Center, D	2.81
TOTAL IN-HOUSE REPRODUCTION			\$27.00
Telephone Expense	03/31/06	Telecommunications, D	5.10
Telephone Expense	03/31/06	Telecommunications, D	5.76
Telephone Expense	03/31/06	Telecommunications, D	0.13
Telephone Expense	03/31/06	Telecommunications, D	0.01
TOTAL TELEPHONE EXPENSE			\$11.00
Messengers/ Courier	03/26/06	United Parcel Service	15.62
Messengers/ Courier	03/27/06	Dist Serv/Mail/Page, D	23.84
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	10.55
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	10.55
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	10.55
Messengers/ Courier	03/31/06	Dist Serv/Mail/Page, D	28.89
TOTAL MESSENGERS/ COURIER			\$100.00
TOTAL MATTER			\$138.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	04/18/06	1.50	CONSIDER CONSULTING FIRM EXECUTORY CONTRACT ISSUES (0.2); REVIEW AND REVISE INOVISE ORDER (0.6); WORK ON MOTION TO REJECT INOVISE AGREEMENT (0.7).
		1.50	
Total Partner		1.50	
MATZ TJ	04/18/06	1.20	CONTINUE REVIEW AND COMMENT ON INOVISE CONTRACT REJECTION MOTION AND ORDER (1.2).
MATZ TJ	04/19/06	0.70	REVIEW COMMENTS RE: INOVISE REJECTION MOTION AND REVISIONS TO SAME (0.4); FINALIZE OUTSTANDING MATTERS RE: INOVISE CONTRACT REJECTION MOTION (0.3).
MATZ TJ	04/20/06	0.80	CONTINUE TO REVIEW, REVISE AND FINALIZE BOOZ ALLEN CONTRACT MOTION (0.8).
MATZ TJ	04/21/06	0.20	FINAL REVIEW FOR FILING OF INVOICE CONTRACT REJECTION MOTION (0.2).
		2.90	
Total Counsel		2.90	
MEISLER RE	04/14/06	2.70	REVIEW AND REVISE MOTION TO APPROVE ENTRY INTO CONTRACT WITH CONSULTANT (2.7).
MEISLER RE	04/17/06	2.30	CONTINUE TO REVIEW AND REVISE 363 MOTION RE: CONSULTANT PROJECT (2.3).
MEISLER RE	04/18/06	0.60	REVIEW A.T. KEARNEY PAPERS (0.4); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.1); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1).
		5.60	
WHARTON JN	04/10/06	1.60	REVIEW AT KEARNEY PRESENTATION RE: INDIRECT SPEND REVIEW AND BEGIN TO DRAFT MOTION TO APPROVE AT KEARNEY AGREEMENT (1.6).
WHARTON JN	04/11/06	4.50	CONTINUE TO DRAFT MOTION TO APPROVE AGREEMENT WITH AT KEARNEY RE: INDIRECT SPEND REVIEW PROGRAM (1.6); CONTINUE RESEARCH RE: STANDARDS FOR APPROVING ORDINARY COURSE OF BUSINESS TRANSACTIONS (2.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	04/12/06	2.90	CONTINUE TO DRAFT MOTION TO APPROVE AGREEMENT WITH AT KEARNEY RE: INDIRECT SPEND REVIEW PROGRAM (2.9).
WHARTON JN	04/13/06	1.20	CONTINUE TO DRAFT MOTION TO APPROVE AGREEMENT WITH AT KEARNEY RE: INDIRECT SPEND REVIEW PROGRAM (1.2).
WHARTON JN	04/14/06	2.80	CONTINUE TO DRAFT MOTION TO APPROVE AGREEMENT WITH AT KEARNEY RE: INDIRECT SPEND REVIEW PROGRAM (2.8).
WHARTON JN	04/17/06	2.90	FORMULATE STRATEGY RE: MAY 12 OMNIBUS HEARING (0.6); CONTINUE TO DRAFT MOTION TO APPROVE AGREEMENT WITH AT KEARNEY RE: INDIRECT SPEND REVIEW PROGRAM (2.3).
		15.90	
ZALTZMAN H	04/23/06	3.10	RESEARCH SCOPE OF SECTION 365(K) AND (F) TO POSSIBLE SALES OF FACILITIES AND EQUIPMENT (3.1).
ZALTZMAN H	04/24/06	2.80	DRAFT MEMO EMAIL OUTLINING PARAMETERS OF 365(K) AND (F) AS THEY APPLY TO ASSIGNMENT UNDER THE CODE (0.8); RESEARCH CLAIM CONTINGENCY AFTER ASSUMPTION PER SECTION 365 (2.0).
		5.90	
ZAMBRANO K	04/27/06	3.70	MULTIPLE STRATEGY SESSIONS RE: AIRCRAFT LEASE AGREEMENT RENEWALS (1.2); AND REVIEW LEASE AGREEMENTS RE: SAME (2.3); DISCUSS RENEWAL OF SAME WITH J. EVANS (0.2).
		3.70	
Total Associate		31.10	
TOTAL TIME		<u>35.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Non-standard/Outside Reproduction	04/18/06	Landmark Document Services	418.32
Non-standard/Outside Reproduction	04/19/06	Landmark Document Services	2,415.98
Non-standard/Outside Reproduction	04/25/06	Landmark Document Services	110.70
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$2,945.00
Out-of-Town Travel	04/14/06	Meisler RE	111.61
Out-of-Town Travel	04/18/06	Meisler RE	13.39
		TOTAL OUT-OF-TOWN TRAVEL	\$125.00
Messengers/ Courier	04/21/06	Quick Int'l - Ny	301.26
Messengers/ Courier	04/21/06	Straightline Courier	43.26
Messengers/ Courier	04/28/06	Straightline Courier	32.09
Messengers/ Courier	04/28/06	Quick Int'l - Ny	259.39
		TOTAL MESSENGERS/ COURIER	\$636.00
		TOTAL MATTER	\$3,706.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	05/17/06	0.30	ANALYZE GOVERNMENT CONTRACT ISSUES (0.3).
MARAFIOTI KA	05/19/06	0.50	ANALYZE GOVERNMENT CONTRACT ISSUES IN CONNECTION WITH REIMBURSEMENT OF SUB-RECIPIENTS (0.5).
MARAFIOTI KA	05/20/06	0.40	REVIEWED MOTION TO APPROVE CONTRACT WITH A.T. KEARNEY (0.4).
MARAFIOTI KA	05/21/06	0.70	REVIEWED MEMO RE: CALLAWAY PARTNERS (0.3) AND UNDERLYING CONSULTING AGREEMENTS (0.4).
MARAFIOTI KA	05/22/06	0.10	REVIEWED CORRESPONDENCE RE: A.T. KEARNEY MOTION (0.1).
MARAFIOTI KA	05/25/06	0.30	WORK ON A.T. KEARNEY MOTION (0.3).
		2.30	
Total Partner		2.30	
DIAZ LB	05/22/06	1.20	REVISED MOTION RE: A.T. KEARNEY (1.2).
DIAZ LB	05/23/06	1.10	REVISED A.T. KEARNEY MOTION (1.1).
		2.30	
HERRIOTT AV	05/14/06	0.40	CONDUCT REVIEW OF INFORMATION RE: CERTAIN GOVERNMENT GRANTS WITH THE DEBTORS (0.4).
HERRIOTT AV	05/19/06	2.20	REVIEW AND REVISE PLEADINGS RE: AT KEARNEY AND EXECUTORY CONTRACT REVIEW (2.0); CONFERENCE WITH J. SHEEHAN (0.1) AND D. SHERBIN (0.1) RE: SAME.
HERRIOTT AV	05/22/06	0.60	REVIEW AT KEARNEY PLEADINGS AND DISCUSS GO FORWARD PLAN (0.6).
HERRIOTT AV	05/23/06	0.40	REVIEW ISSUES RE: AT KEARNEY'S CONTRACT (0.4).
HERRIOTT AV	05/24/06	0.70	CONDUCT FOLLOW UP FACTUAL INQUIRIES RE: GOVERNMENT FUNDED CONTRACTS (0.7).
HERRIOTT AV	05/25/06	0.10	RESPOND TO AT KEARNEY ISSUE (0.1).
		4.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JJINGO MJ*	05/23/06	5.40	RESEARCH EXECUTORY CONTRACT ISSUE (5.4) .
JJINGO MJ*	05/25/06	3.10	REVIEW FINDINGS RE: EXECUTORY CONTRACT ISSUE (0.9); RESEARCH PROPERTY ABANDONMENT ISSUE (2.2) .
		8.50	
MEISLER RE	05/15/06	0.20	REVIEWED MOTION TO ENTER INTO CONTRACT WITH AT KEARNEY (0.2) .
MEISLER RE	05/18/06	1.10	REVIEW AND EDIT MOTION RE: ENTRY INTO AGREEMENT WITH AT KEARNEY (1.1) .
MEISLER RE	05/22/06	0.30	REVIEW REJECTION OF INOVISE CONTRACT (0.2); TELECONFERENCE WITH K. SIMON RE: SAME (0.1) .
		1.60	
WHARTON JN	05/15/06	0.40	CONTINUE TO REVISE MOTION TO APPROVE AGREEMENT WITH A.T. KEARNEY FOR SERVICES RE: REVIEW OF INDIRECT SPEND (0.4) .
WHARTON JN	05/19/06	1.40	CONTINUE TO REVISE MOTION TO APPROVE AT KEARNEY AGREEMENT RE: REVIEW OF INDIRECT SPEND (1.4) .
		1.80	
Total Associate/Law Clerk		18.60	
TOTAL TIME		<u>20.90</u>	

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Executory Contracts (Personalty)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/30/06	Copy Center, D	2.00
		TOTAL IN-HOUSE REPRODUCTION	\$2.00
Telephone Expense	05/26/06	Telecommunications, D	29.87
Telephone Expense	05/26/06	Telecommunications, D	36.57
Telephone Expense	05/26/06	Telecommunications, D	0.56
		TOTAL TELEPHONE EXPENSE	\$67.00
Lexis/Nexis	05/05/06	Diaz LB	12.00
		TOTAL LEXIS/NEXIS	\$12.00
Westlaw	05/01/06	Stuart NL	14.03
Westlaw	05/05/06	Zambrano K	119.52
Westlaw	05/05/06	Diaz LB	678.81
Westlaw	05/06/06	Stuart NL	73.53
Westlaw	05/07/06	Stuart NL	64.12
Westlaw	05/14/06	Stuart NL	124.34
Westlaw	05/16/06	Herriott AV	190.23
Westlaw	05/18/06	Herriott AV	75.83
Westlaw	05/19/06	Herriott AV	207.99
Westlaw	05/22/06	Herriott AV	66.60
		TOTAL WESTLAW	\$1,615.00
		TOTAL MATTER	\$1,696.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-27
LITIGATION (GENERAL)
80.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Litigation (General)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MEISLER RE	02/08/06	0.60	REVIEW AND COMMENT ON MOTION TO FURTHER EXTEND TIME TO REMOVE ACTIONS (0.6).
MEISLER RE	02/09/06	0.50	CONTINUED TO REVIEW AND COMMENT ON REMOVAL PLEADINGS (0.5).
MEISLER RE	02/10/06	0.40	CONTINUED ANALYSIS OF REMOVAL PLEADINGS (0.4).
MEISLER RE	02/17/06	0.60	REVIEWED AND COMMENTED ON MOTION TO FURTHER EXTEND DEADLINE TO REMOVE ACTIONS (0.6).
		2.10	
MICHELI MJ	02/07/06	1.60	REVISIONS TO MOTION TO EXTEND REMOVAL PERIOD (1.6).
MICHELI MJ	02/09/06	0.40	CONTINUED REVIEW OF OF SERVICE PARTIES RE: MOTION FOR EXTENSION OF REMOVAL DEADLINE (0.4).
MICHELI MJ	02/16/06	0.50	BEGAN REVIEW OF REVISED PLEADINGS RE: REMOVAL OF CAUSES OF ACTION (0.5).
MICHELI MJ	02/17/06	1.20	CONTINUED REVIEW OF MOTION RE: REMOVAL OF CAUSES OF ACTION (0.7); FINALIZED PLEADINGS RE: REMOVAL OF CAUSES OF ACTION IN PREPARATION OF FILING (0.5).
		3.70	
ZALTZMAN H	02/03/06	3.20	DRAFT 2ND REMOVAL DEADLINE EXTENTION MOTION (1.5) DRAFT 2ND REMOVAL DEADLINE EXTENTION ORDER (1.2) DRAFT REMOVAL DEADLINE EXTENTION NOTICE (0.5).
ZALTZMAN H	02/06/06	0.50	DISCUSS NOTICE OF ALL LITIGATION PARTIES WITH A. CERVENY AT KCC AND T. BEHNKE AT FTI (0.5).
ZALTZMAN H	02/07/06	4.10	REVIEW "LITIGATION PARTIES" LIST RECEIVED FOR T. BEHNKE OF FTI (0.4); REVIEW BAR DATE MOTION FOCUSING ON NOTICE OF PROOFS OF CLAIMS PROVISIONS (0.5); DRAFT/EDIT 2ND REMOVAL MOTION OF CAUSES OF ACTION (2.4); EDIT 2ND REMOVAL MOTION NOTICE (0.2); EDIT 2ND /RENOVAL MOTION ORDER (0.6).
ZALTZMAN H	02/09/06	3.10	REVIEW LITIGATION PARTIES EXCEL LIST RECEIVED FROM FTI RE: 2ND REMOVAL MOTION NOTICE (1.2); EDIT 2ND REMOVAL MOTION INCLUDING RESEARCHING PRECEDENT RE: EXTENSION TIMES (1.8); EDIT 2ND REMOVAL ORDER (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	02/10/06	0.40	CONTINUE EDITS RE: SECOND REMOVAL MOTION (0.4).
ZALTZMAN H	02/13/06	0.50	CORRESPOND WITH E. GERSHBEIN AND A. CERVENEY RE: SERVICE OF PROCESS FOR 2ND REMOVAL EXTENSION (0.5).
ZALTZMAN H	02/14/06	1.50	EDIT 2ND EXTENSION REMOVAL PLEADINGS (1.5).
ZALTZMAN H	02/16/06	1.40	CORRESPOND WITH T. BEHNKE OF FTI RE: LITIGATION PARTIES LIST FOR 2ND REMOVAL MOTION (0.2); CORRESPOND AND DISCUSS LITIGATION PARTIES LIST FOR 2ND REMOVAL MOTION WITH R. VAN LEUVEN OF DELPHI (0.8); SPEAK WITH JAN JANKOWSKI OF DELPHI RE: LITIGATION PARTIES LIST (0.1); CORRESPOND WITH E. GERSHBEIN OF KCC RE: SERVICE OF 2ND REMOVAL MOTION (0.3).
ZALTZMAN H	02/17/06	2.20	REVIEW 2ND REMOVAL EXTENSION PLEADINGS IN PREPARATION FOR FILING (1.0) CORRESPOND WITH KCC RE: 2ND REMOVAL NOTICE SERVICE (1.2).
ZALTZMAN H	02/20/06	0.40	CORRESPOND WITH J. LE OF KCC RE: CONFIRMATION OF 2ND REMOVAL PLEADINGS (0.2); CORRESPOND WITH J. LE OF KCC RE: TRACKING OF SPECIAL SERVICE LIST PARTIES (0.2).
ZALTZMAN H	02/22/06	0.70	CORRESPOND WITH ERIC GLADBACH OF EDWARDS ANGELL RE: REMOVAL NOTICE ISSUES (0.2); REVIEW SERVICE AFFIDAVIT RE: 2ND REMOVAL MOTION (0.5).
ZALTZMAN H	02/23/06	0.10	CORRESPOND WITH E. GLADBACH OF EDWARD & ANGELL RE: NOTICE OF 2ND REMOVAL MOTION (0.1).
ZALTZMAN H	02/24/06	1.80	DRAFT 2ND REMOVAL SCRIPT (1.1); CORRESPOND WITH E. GLADBACH OF EDWARDS AND ANGELL RE: 2ND REMOVAL NOTICE (0.4); CORRESPOND WITH E. GERSHBEIN OF KCC RE: NOTICE OF 2ND REMOVAL MOTION (0.3).
ZALTZMAN H	02/28/06	0.20	EDIT 2ND REMOVAL MOTION SCRIPT (0.2).
		20.10	
Total Associate		25.90	
TOTAL TIME		<u>25.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Litigation (General)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
FERN BM	03/29/06	3.50	REVIEW WRIGHT V. DELPHI COMPLAINT (0.3); RESEARCH RE: WRIGHT V. DELPHI (3.2).
FERN BM	03/30/06	1.30	TELECONFERENCE WITH P. TOTTIS RE: THIRD-PARTY SUBPOENAS (0.2); TELECONFERENCE WITH J. HIMSEL RE: WRIGHT V. DELPHI (0.3); OUTLINE ISSUES RE: WRIGHT V. DELPHI (0.5); AND EMAIL TO J. HIMSEL RE: SAME (0.3).
		4.80	
MEISLER RE	03/14/06	0.60	TELECONFERENCES WITH J. PAPELIAN RE: MISSISSIPPI LITIGATION (0.3) AND REMOVAL OF ACTIONS (0.3).
MEISLER RE	03/23/06	0.80	BEGIN TO REVIEW SETTLEMENT OF LITIGATION (0.7); DRAFT CORRESPONDENCE TO H. ZALTZMAN RE: SAME (0.1).
MEISLER RE	03/27/06	0.30	ATTENTION TO ELECTRICAL CARBON ANTITRUST SETTLEMENT AND POTENTIAL 9019 MOTION (0.3).
		1.70	
ZALTZMAN H	03/01/06	0.60	EDIT SECOND REMOVAL SCRIPT (0.6).
ZALTZMAN H	03/07/06	3.70	CORRESPOND WITH T. BEHNKE OF FTI RE: REMOVAL OF PROCEEDINGS (0.4); EDIT SECOND REMOVAL SCRIPT (2.3); REVIEW JAN 5 OMNIBUS HEARING TRANSCRIPT RE: REMOVAL MOTION FOR 2ND REMOVAL SCRIPT (1.0).
ZALTZMAN H	03/08/06	2.50	SPEAK WITH T. BEHNKE OF FTI RE: SECOND REMOVAL SCRIPT (0.5); EDIT 2ND REMOVAL SCRIPT FOR BINDER AND DISCUSS HEARING STRATEGY (2.0).
ZALTZMAN H	03/23/06	0.60	CORRESPOND WITH J. MURPHY OF CROWELL RE: CROWELL'S SETTLEMENTS OF DELPHI ELECTRICAL CARBON CASE (0.2); SPEAK WITH J. MURPHY OF CROWELL RE: WHETHER ELECTRICAL CARBON SETTLEMENT IS IN THE ORDINARY COURSE OF BUSINESS (0.4).
ZALTZMAN H	03/24/06	3.90	CORRESPOND WITH J. MURPHY OF CROWELL MORING RE: DRAFTING OF 9019 MOTION (0.4); RESEARCH RULE 9019 MOTIONS IN THE SDNY (1.2); BEGIN DRAFTING RULE 9019 MOTION RE: ELECTRICAL CARBON SETTLEMENT (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	03/27/06	2.20	REVIEW ELECTRICAL CARBON ANTITRUST 9019 MOTION (1.2); REVIEW ELECTRICAL CARBON ANTITRUST SETTLEMENTS AND STIPULATIONS RE: TAILORING RELEASE LANGUAGE (1.0).
ZALTZMAN H	03/28/06	0.40	REVIEW/CITE CHECK ELECTRICAL CARBON 9019 CASES (0.4).
ZALTZMAN H	03/29/06	1.60	REVIEW/EDIT ELECTRICAL CARBON 9019 MOTION (1.1); REVIEW ELECTRICAL CARBON SETTLEMENT AGREEMENT AND STIPULATION LANGUAGE RE: BANKRUPTCY COURT JURISDICTION AND RELEASE OF CLAIMS LANGUAGE (0.5).

15.50

Total Associate

22.00

ZSOLDOS AF	03/24/06	1.80	PRECEDENT RESEARCH FOR RULE 9019 MOTIONS IN MAJOR SDNY CASES (1.8).
		1.80	
Total Legal Assistant		1.80	

TOTAL TIME

23.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Litigation (General)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	04/13/06	0.90	REVIEW AND REVISE ELECTRICAL CARBON PRODUCTS 9019 SETTLEMENT MOTION (0.9).
MATZ TJ	04/21/06	1.60	REVIEW ADDITIONAL COMMENTS ON CARBON 9019 MOTION (0.2); REVIEW, REVISE, AND FINALIZE FOR FILING CARBONE ANTITRUST LITIGATION SETTLEMENT MOTION (1.4).
		2.50	
Total Counsel		2.50	
TOUSSI S	04/07/06	1.90	REVIEW SETTLEMENT AGREEMENTS WITH VARIOUS ANTITRUST DEFENDANTS (1.2); PREPARE MEMO TO ANTITRUST COUNSEL RE: PROPOSED CHANGES TO AGREEMENTS (0.7).
TOUSSI S	04/10/06	1.30	ADDRESS ISSUES RE: OBTAINING COURT APPROVAL OF CARBONE ANTITRUST LITIGATION (0.5); CORRESPONDENCE RE: OUTSTANDING ISSUES RE: SETTLEMENT AGREEMENT (0.5); REVIEW SETTLEMENT AGREEMENTS (0.3).
TOUSSI S	04/13/06	2.00	ADDRESS COMMENTS TO CARBONE ANTITRUST LITIGATION SETTLEMENT (1.2); INCORPORATE CONFORMING CHANGES AND FINALIZE MOTION FOR DISTRIBUTION (0.5); REVIEW DRAFT ORDER (0.3).
TOUSSI S	04/19/06	2.90	EDIT AND REVISE MOTION TO APPROVE CARBONE METALS ANTITRUST LITIGATION (1.2); FOLLOW-UP ISSUES RE: COMMENTS AND PROPOSED CHANGES TO SAME (0.7); REVIEW AND EDIT PROPOSED ORDER AND NOTICE OF MOTION (1.0).
TOUSSI S	04/20/06	1.50	EDIT AND REVISE CARBONE SETTLEMENT MOTION (0.7); ADDRESS AND INCORPORATE COMMENTS RE: SAME (0.8).
TOUSSI S	04/21/06	3.30	EDIT AND REVISE VARIOUS SECTIONS OF MOTION TO APPROVE CARBONE ANTITRUST SETTLEMENT (1.7); FINALIZE MOTION AND INCORPORATE INTERNAL COMMENTS AND MAKE CONFORMING CHANGES (0.8); EDIT AND REVISE PROPOSED ORDER RE: MOTION (0.5); FINALIZE NOTICE OF MOTION (0.3).
TOUSSI S	04/27/06	1.10	CORRESPONDENCE WITH CREDITORS COMMITTEE AND DEBTORS RE: ANTITRUST LITIGATION SETTLEMENT (0.4); PREPARE FOR CONFERENCE CALL (0.3); TELECONFERENCE WITH COMMITTEE AND DEBTOR RE: TERMS OF 9019 SETTLEMENT (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

14.00

WHARTON JN	04/10/06	2.40	FORMULATE STRATEGY RE: MOTION TO APPROVE PROCEDURES FOR APPROVING SETTLEMENTS (0.3); CONDUCT RESEARCH RE: STANDARDS FOR APPROVING SETTLEMENTS OUTSIDE OF THE ORDINARY COURSE OF BUSINESS (2.1).
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WHARTON JN	04/13/06	3.30	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT PROCEDURES (3.3).
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WHARTON JN	04/14/06	0.40	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT PROCEDURES (0.4).
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WHARTON JN	04/17/06	2.40	CONTINUE TO DRAFT MOTION TO APPROVE SETTLEMENT PROCEDURES (2.4).
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8.50

ZALTZMAN H	04/14/06	0.80	EDIT/DRAFT ELECTRIC CARBON 9019 SETTLEMENT AGREEMENT (0.8).
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ZALTZMAN H	04/17/06	1.40	CORRESPOND WITH J. MURPHY OF CROWELL RE: 9019 SETTLEMENT MOTION (0.2) DRAFT CARBON ELECTRIC 9019 ORDER (0.2); DRAFT CARBON ELECTRIC 9019 NOTICE (0.2); EDIT CARBON ELECTRIC 9019 MOTION (0.8).
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ZALTZMAN H	04/18/06	0.70	CORRESPOND WITH J. MURPHY OF CROWELL RE: CARBON 9019 SETTLEMENT (0.2); EDIT ELECTRICAL CARBON 9019 MOTION AND ORDER (0.5).
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ZALTZMAN H	04/19/06	0.50	EDIT ELECTRICAL CARBON STIPULATION MOTION (0.3); EDIT ELECTRICAL CARBON STIPULATION NOTICE (0.2).
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ZALTZMAN H	04/20/06	2.30	EDIT CARBON STIPULATION NOTICE (0.1); EDIT ELECTRICAL CARBON 9019 MOTION (1.5); EDIT ELECTRICAL CARBON 9019 ORDER (0.3); SPEAK WITH J. MURPHY OF CROWELL RE: ELECTRICAL CARBON 9019 MOTION (0.2); CORRESPOND WITH J. MURPHY OF CROWELL RE: UPDATED VERSION OF ELECTRICAL CARBON 9019 MOTION (0.2).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZALTZMAN H	04/21/06	1.80	SPEAK WITH J. MURPHY OF CROWELL RE: 9019 MOTION MARKUP (0.3); REVIEW BLACKLINE RECEIVED FROM J. MURPHY OF CROWELL RE: 9019 MOTION (0.2); EDIT CARBON ELECTRIC 9019 MOTION (0.4); REVIEW ELECTRICAL CARBON 9019 NOTICE (0.1); CORRESPOND WITH THE OFFICE OF JOHN OF MFG FINANCIAL RE: BAR DATE NOTICE (0.1); CORRESPOND WITH T. BEHNKE OF FTI RE: UPDATED LITIGATION PARTIES LIST (0.1); REVIEW UPDATED LITIGATION PARTIES LIST RECEIVED FROM FTI (0.2); SPEAK WITH J. MURPHY OF CROWELL RE: 9019 MOTION (0.3); CORRESPOND WITH J. LE AND E. GERSHBEIN OF KCC RE: LITIGATION LIST UPDATE (0.1).
ZALTZMAN H	04/24/06	0.20	RESPOND TO INFORMATION REQUEST BY UCC RE: ELECTRICAL CARBON 9019 MOTION (0.2).
		7.70	
Total Associate		30.20	
TOTAL TIME		<u>32.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Litigation (General)**

**Bill Date: 05/31/06
Bill Number: 1108515**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	2.31
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	16.73
Vendor Hosted Teleconferencing	04/30/06	Teleconferencing Services, LLC	30.96
		TOTAL VENDOR HOSTED TELECONFERENCING	\$50.00
Out-of-Town Meals	04/05/06	Meisler RE	3.00
		TOTAL OUT-OF-TOWN MEALS	\$3.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	3.11
Outside Research/Internet Services	04/06/06	Pacer Service Center	53.89
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$57.00
		TOTAL MATTER	\$110.00

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Debtors and Debtors-in-Possession

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International: (248) 813-2698

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<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-28
EMPLOYEE MATTERS (RETIREEES/OPEB)
83.0 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Retiree/OPEB)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
LEFF NM	03/14/06	6.80	REVIEW AND EVALUATE OPEB MOTION (6.8) .
		6.80	
Total Partner		6.80	
KAHN MT	03/01/06	5.80	RESEARCH RE: RETIREE BENEFITS (5.8) .
KAHN MT	03/02/06	6.30	RESEARCH RE: RETIREE BENEFITS (6.3) .
KAHN MT	03/03/06	3.00	RESEARCH RE: RETIREE BENEFITS AND DRAFT SUMMARY RE: SAME (3.0) .

15.10

WILSON LD	03/06/06	1.70	RESEARCH OPEB ISSUE PER E-MAIL FROM DR (1.3); CONFER WITH SILVERMAN ON SAME (0.2); CIRCULATE MATERIALS ON SAME (0.2) .
		1.70	

Total Associate 16.80

TOTAL TIME 23.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (Retiree/OPEB)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
DIAZ LB	04/11/06	3.70	BEGIN RESEARCH AND WRITING OF MEMO ANALYZING OPEB LIABILITIES RE: UNIONS AND POSSIBLE CONTRACT MODIFICATION (3.7).
DIAZ LB	04/12/06	9.50	CONTINUE TO RESEARCH OPEB LIABILITIES (7.4); CONTINUE TO DRAFT MEMO ANALYZING OPEB LIABILITIES (2.1).
DIAZ LB	04/13/06	9.20	RESEARCH CASE LAW RE: OPEB LIABILITIES (7.1); DRAFT MEMO ANALYZING OPEB LIABILITIES (2.1).
DIAZ LB	04/14/06	4.30	CONTINUE TO DRAFT OPEB LIABILITIES MEMO (4.3).
DIAZ LB	04/17/06	1.20	DRAFT OPEB LIABILITIES MEMO RE: UNIONS (1.2).
DIAZ LB	04/18/06	3.10	CONTINUE TO ANALYZE EXISTING AGREEMENTS AND DRAFT OPEB LIABILITIES MEMO (3.1).
DIAZ LB	04/19/06	2.20	CONTINUE TO DRAFT OPEB LIABILITIES MEMO (2.2).
DIAZ LB	04/20/06	4.20	RESEARCH AND DRAFTED OPEB LIABILITIES MEMO (4.2).
DIAZ LB	04/21/06	7.10	CONTINUE TO DRAFT MEMO ANALYZING AND ADDRESSING OPEB LIABILITIES PERTAINING TO EXISTING AGREEMENTS BETWEEN DELPHI AND OTHER PARTIES (7.1).
DIAZ LB	04/24/06	2.10	CONDUCT ADDITIONAL RESEARCH RE: OPEB LIABILITIES (2.1).
DIAZ LB	04/25/06	0.90	REVISE OPEB LIABILITIES MEMO (0.9).
		47.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/11/06	1.90	ANALYSIS OF ISSUES RE: OPEB LIABILITIES (0.6); RESEARCH RE: PRIORITY OF OPEB LIABILITIES (0.6); ADDITIONAL ANALYSIS RE: SAME (0.7).
FERN BM	04/12/06	3.20	ANALYSIS OF ISSUES RE: OPEB LIABILITIES (0.7); EMAILS TO/FROM F. KUPLICKI RE: BENEFIT GUARANTEES (0.2); ADDITIONAL ANALYSIS OF OPEB LIABILITIES (2.3).
FERN BM	04/13/06	0.40	ATTENTION TO ISSUES RE: INDEMNIFICATION OF OPEB CLAIMS (0.4).
FERN BM	04/14/06	6.00	REVIEW AND REVISE MEMO RE: OPEB OBLIGATIONS (3.7); FORMULATE STRATEGY RE: SCOPE OF ANALYSIS IN OPEB MEMO (1.8); ANALYSIS OF ISSUES RE: OPEB LIABILITIES (0.5).
FERN BM	04/21/06	1.00	REVIEW AND REVISE MEMO RE: OPEB CLAIMS (1.0).
FERN BM	04/25/06	1.10	REVIEW AND REVISE FINAL CHANGES TO OPEB MEMO (0.6); DRAFT LANGUAGE FOR REPLY RE: OPEB (0.5).
		13.60	
Total Associate		61.10	
TOTAL TIME		<u>61.10</u>	

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Delphi Legal Information Website:
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-29
REPORTS AND SCHEDULES
54.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Reports and Schedules

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	02/21/06	1.00	WORK ON JANUARY OPERATING REPORT (1.0).
MARAFIOTI KA	02/24/06	0.80	CONFERRED WITH A. FRANKUM RE: U.S. TRUSTEE REQUESTS IN CONNECTION WITH OPERATING REPORT (0.1); REVIEWED AND REVISED DRAFT OF OPERATING REPORT (0.7).
		1.80	
Total Partner		1.80	
MATZ TJ	02/01/06	1.00	FOLLOW UP RE: DECEMBER MONTHLY OPERATING REPORT INFORMATION FOR U.S. TRUSTEE (0.3); CORRESPONDENCE RE: AMENDMENTS TO SCHEDULES FOR 28 DEBTORS (0.3); REVIEW OF AMENDMENTS BEFORE FILING (0.4).
MATZ TJ	02/20/06	0.80	CORRESPONDENCE AND FOLLOW UP WORK RE: MONTHLY OPERATING REPORTS (0.8).
MATZ TJ	02/21/06	1.20	REVIEW AND COMMENT ON DRAFT OF JANUARY MONTHLY OPERATING REPORT (1.2).
MATZ TJ	02/22/06	0.80	FURTHER REVIEW AND COMMENT ON JANUARY MONTHLY OPERATION REPORT (0.3); TELECONFERENCE WITH S. KIHN RE: COMMENTS SO SAME (0.5).
MATZ TJ	02/23/06	0.90	TELECONFERENCE WITH S. KIHN RE: JANUARY MONTHLY OPERATING REPORTS (0.3); FURTHER REVIEW AND REVIEW OF NOTES IN RESPECT THEREOF (0.4); TELECONFERENCE WITH S. KIHN RE: SAME (0.2).
MATZ TJ	02/24/06	0.80	REVIEW AND REVISE DRAFT OF JANUARY MONTHLY OPERATING REPORT (0.3); TELECONFERENCES WITH S. KIHN RE: SAME (0.3); TELECONFERENCES WITH A. FRANKUM RE: SAME (0.2).
MATZ TJ	02/27/06	0.60	FURTHER REVIEW AND COMMENT ON JANUARY MONTHLY OPERATING REPORT (0.6).
MATZ TJ	02/28/06	0.70	FINALIZE AND FILE JANUARY MONTHLY OPERATING REPORT (0.3); TELECONFERENCES WITH S. KIHN RE: SAME AND AGED ACCOUNTS RECEIVABLE INFORMATION FOR U.S. TRUSTEE (0.4).
		6.80	
Total Counsel		6.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE 02/24/06 1.20 REVIEW MOR (0.9); TELECONFERENCE WITH
S. KIHN RE: SAME (0.1); DRAFT NOTES
RE: SAME (0.2).

1.20

PILKINGTON C	02/01/06	1.60	REVIEW/ANALYSIS OF DECEMBER 2005 MONTHLY OPERATING REPORT (1.6).
		1.60	

REESE RG 02/01/06 3.70 FINALIZE AND COORDINATE FILING OF
AMENDMENTS TO SCHEDULES AND
STATEMENTS (3.3); DISCUSSIONS WITH
MEDIA RELATIONS RE: SAME (0.4).

3.70

Total Associate 6.50

SALAZAR AG 02/01/06 4.90 PREPARE AMENDED SCHEDULES AND
ELECTRONICALLY FILE (4.2); REPRODUCE
AND SERVE SCHEDULES FILED (0.7).

SALAZAR AG 02/28/06 0.80 PREPARE AND ELECTRONICALLY FILE
MONTHLY OPERATING REPORT (0.5); SERVE
MONTHLY OPERATING REPORT (0.3).

5.70

ZSOEDOS AF	02/02/06	1.30	CREATE BINDER OF SUMMARY SCHEDULES FOR J. SHEEHAN (1.3).
		1.30	

Total Legal Assistant 7.00

TOTAL TIME 22.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Reports and Schedules**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	10.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$10.00
		TOTAL MATTER	\$10.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Reports and Schedules**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	03/06/06	0.40	WORK ON MATTER RE: MONTHLY OPERATING REPORTS (0.2); CORRESPONDENCE WITH S. KIHN, A. FRANKUM RE: SAME (0.2).
MATZ TJ	03/13/06	0.20	CONTINUING WORK ON QUARTERLY FEE MATTERS (0.2).
MATZ TJ	03/24/06	0.50	TELECONFERENCES WITH S. KIHN RE: FEBRUARY MONTHLY OPERATING REPORT (0.3); FOLLOW UP WORK RE: SAME (0.2).
MATZ TJ	03/28/06	0.80	REVIEW AND COMMENT ON FEBRUARY MONTHLY OPERATING REPORT (0.8).
MATZ TJ	03/31/06	0.50	REVIEW AND REVISE DRAFT OF FEBRUARY MONTHLY OPERATING REPORT AND MONTHLY ACCOUNTS RECEIVING FOR FILING (0.3); FOLLOW UP RE: SAME (0.2).
		2.40	
Total Counsel		2.40	
OGUNSANYA GO	03/03/06	1.20	REVIEW OF MONTHLY REPORT (1.2).
		1.20	
Total Associate		1.20	
TOTAL TIME		<u>3.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Reports and Schedules

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	04/24/06	1.00	REVIEW AND COMMENT ON DRAFT MARCH MONTHLY OPERATING REPORT (0.5); CORRESPONDENCE WITH S. KIHN RE: SAME (0.2); FOLLOW UP WORK WITH S. KIHN RE: INVOICES FROM U.S. TRUSTEE (0.3).
MATZ TJ	04/26/06	0.50	REVIEW AND COMMENT ON MARCH MONTHLY OPERATING REPORT (0.4); FORWARD COMMENTS TO S. KIHN (0.1).
MATZ TJ	04/28/06	0.50	CORRESPONDENCE WITH S. KIHN RE: MARCH MONTHLY OPERATING REPORT AND AGED A/R FOR U.S. TRUSTEE (0.2); REVIEW SAME FOR FILING (0.3).

2.00

Total Counsel

2.00

HERRIOTT AV	04/10/06	0.10	REVIEW ISSUE RE: SCHEDULES AND STATEMENTS (0.1).
HERRIOTT AV	04/18/06	1.90	REVIEW AND COMMENT ON NOTICES TO SCHEDULES AND STATEMENTS AMENDMENTS (1.1); REVIEW AMENDMENTS PRIOR TO FILING (0.8).
HERRIOTT AV	04/20/06	0.30	REVIEW AND REVISE SCHEDULES AND STATEMENTS AFFIDAVIT OF SERVICE (0.3).
		2.30	

MEISLER RE	04/13/06	2.70	REVIEW UCC REQUEST RE: INTERCOMPANY BALANCES (1.2); CONFERENCE WITH J. GUGLIELMO RE: SAME (1.0); DRAFT NOTES TO FILE RE: SAME (0.5).
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MEISLER RE	04/27/06	1.40	REVIEW AND COMMENT ON MARCH MONTHLY OPERATING REPORT (1.4).
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4.10

REESE RG	04/13/06	1.60	REVIEW OF DOCUMENTS RE: AMENDMENT TO SCHEDULES AND STATEMENTS (1.6).
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REESE RG	04/15/06	1.30	REVIEW DRAFT AMENDMENTS TO SCHEDULES AND STATEMENTS (1.3).
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REESE RG	04/17/06	2.10	DRAFT NOTICES OF AMENDMENT OF SCHEDULES AND STATEMENTS (0.8); REVIEW AND RESPOND TO ISSUES RE: FINALIZING AND FILING SAME (1.3).
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REESE RG	04/18/06	2.70	REVIEW AND RESPOND TO NUMEROUS ISSUES RE: FILING OF AMENDMENTS TO SCHEDULES AND STATEMENTS (2.7).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	04/20/06	1.40	RESPOND TO COMMUNICATIONS ISSUES RE: SCHEDULES AND STATEMENTS AMENDMENTS (1.4).
REESE RG	04/21/06	0.20	RESPOND TO COMMUNICATIONS REQUESTS RE: SCHEDULE AND STATEMENT AMENDMENTS (0.2).
REESE RG	04/22/06	0.30	REVIEW AND RESPOND TO ISSUES RE: SERVICE OF AMENDMENTS TO SCHEDULES AND STATEMENTS (0.3).
REESE RG	04/24/06	0.50	REVIEW DRAFT PRESENTATION RE: AMENDMENTS TO SCHEDULES AND STATEMENTS (0.5).
REESE RG	04/25/06	3.00	REVIEW AND REVISE PRESENTATION RE: AMENDMENTS TO SCHEDULES (1.4); TELECONFERENCES RE: SAME (0.7); RESEARCH RE: SAME (0.4); TELECONFERENCES RE: SCHEDULES AND STATEMENTS ISSUES WITH T. BEHNKE (0.5).
REESE RG	04/26/06	0.70	RESPOND TO ISSUES RE: SCHEDULE AMENDMENTS (0.7).
REESE RG	04/27/06	0.60	REVIEW AND COMMENT ON MONTHLY OPERATING REPORT (0.6).
REESE RG	04/29/06	0.40	REVIEW DOCUMENTS RE: SCHEDULED CLAIMS (0.4).
		14.80	
Total Associate		21.20	
SALAZAR AG	04/03/06	0.50	SERVE COPIES OF MONTHLY OPERATING REPORT (0.5).
SALAZAR AG	04/17/06	3.20	COORDINATE FILING OF STATEMENTS AND SCHEDULES (0.5); DRAFT NOTICES FOR AMENDMENTS TO STATEMENT AND SCHEDULES (2.7).
SALAZAR AG	04/18/06	5.00	PREPARE NOTICES FOR STATEMENTS AND SCHEDULES AND ORGANIZE AMENDMENTS (1.5); ELECTRONICALLY FILE STATEMENTS AND SCHEDULE AMENDMENTS (3.0); COORDINATE TRANSMISSION OF DOCUMENTS AND SERVICE LOGISTICS TO KCC (0.5).
SALAZAR AG	04/28/06	1.80	PREPARE, FILE AND SERVE MONTHLY OPERATING REPORT (1.8).
		10.50	
Total Legal Assistant		10.50	
TOTAL TIME		<u>33.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Reports and Schedules

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Outside Research/Internet Services	04/06/06	Pacer Service Center	21.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$21.00
		TOTAL MATTER	\$21.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Reports and Schedules**

**Bill Date: 06/30/06
Bill Number: 1112661**

NAME	DATE	HOURS	DESCRIPTION
MATZ TJ	05/31/06	1.50	REVIEW AND COMMENT ON APRIL MONTHLY OPERATING REPORT (0.9); TELECONFERENCE WITH S. KIHN RE: APRIL MONTHLY OPERATING REPORT (0.2); FINAL REVIEW OF APRIL MONTHLY OPERATING REPORT (0.2); TELECONFERENCE WITH U.S. TRUSTEE RE: MONTHLY OPERATING REPORT AND RELATED FILINGS (0.2).
		1.50	
Total Counsel		1.50	
TOTAL TIME		<u>1.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Reports and Schedules**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	05/02/06	Dist Serv/Mail/Page, D	6.00
		TOTAL MESSENGERS/ COURIER	\$6.00
		TOTAL MATTER	\$6.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-30
FINANCING (DIP AND EMERGENCE)
28.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/15/06	0.60	PREPARE FOR FEBRUARY 21ST MEETING WITH DIP LENDERS RE: INFORMATION UPDATE INCLUDING REVIEW OF PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	02/20/06	0.80	REVIEW AND COMMENT ON DELPHI'S DRAFT PRESENTATIONS DIP LENDERS' PUBLIC AND PRIVATE GROUP MEETINGS (0.8).
BUTLER, JR. J	02/27/06	1.40	REVIEW AND COMMENT ON PROPOSED PRESENTATION MATERIALS FOR FEBRUARY 28TH DIP LENDERS MEETING TELECONFERENCE (1.1); MEETING WITH J. SHEEHAN AT COMPANY IN TROY RE: PREPARATION FOR SAME (0.3).
		2.80	
FRISHMAN LD	02/01/06	0.90	TELECONFERENCE WITH R. BAXTER (0.4) AND M. BAKER (0.2) RE: DIP PROVISIONS RE: DILIGENT INTER-CO ROYALTY PAYMENTS; CORRESPONDENCE RE: UCC'S DOCUMENT REQUESTS RE: PRE-PETITION DEBT LIENS (0.3).
FRISHMAN LD	02/03/06	1.90	WEEKLY STATUS CALL (0.6); REVIEW AND GIVE COMMENTS ON DRAFT 8-K DISCLOSURE RE: DIP AMENDMENT (0.5); DISCUSS UCC INFORMATION REQUEST RE: PRE-PETITION CREDIT FACILITY WITH R. MEISLER AND R. TURMAN; REVIEW THE DRAFT S&S REPONSE (0.8).
FRISHMAN LD	02/06/06	0.20	MISCELLANEOUS CORRESPONDENCE RE: DIP AMENDMENT EFFECTIVENESS (0.2).
FRISHMAN LD	02/07/06	0.30	DISCUSS LIEN COVENANT BASKETS WITH J. LYONS IN CONTEXT OF CERTAIN SUPPLIER NEGOTIATIONS (0.3).
FRISHMAN LD	02/10/06	0.90	WEEKLY STATUS CALL (0.9).
FRISHMAN LD	02/14/06	0.40	COORDINATE REVIEW OF LENDER PRESENTATION (0.4).
FRISHMAN LD	02/15/06	0.30	ATTENTION TO ENGAGEMENT OF AN INVESTMENT BANK (0.3).
FRISHMAN LD	02/21/06	0.20	MISCELLANEOUS CORRESPONDENCE RE: APPROPRIATE DESCRIPTION OF DIP (0.2).
FRISHMAN LD	02/28/06	1.40	CORRESPONDENCE WITH R. TURMAN AND M. BAKER RE: MOBILEARIA TRANSACTION (0.3); ATTEND UPDATE TELECONFERENCE WITH DIP LENDERS (1.1).
		6.50	
Total Partner		9.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV 02/14/06 2.60 REVIEW AND REVISE PRESENTATION FOR
DIP LENDERS (2.6).

HERRIOTT AV 02/20/06 0.10 REVIEW PRESENTATION TO DIP LENDERS
(0.1).

2.70

TURMAN LII RE	02/01/06	0.20	DISCUSSION OF DISCOVERY MOTION (0.2).
TURMAN LII RE	02/03/06	0.40	REVIEW AMENDMENT (0.2); REVIEW RESPONSE (0.2).
TURMAN LII RE	02/14/06	0.30	DISCUSS EDITS TO LENDER PRESENTATION (0.3).
TURMAN LII RE	02/15/06	0.30	CORRESPOND AND ADVISE RE: LENDER PRESENTATION (0.3).
TURMAN LII RE	02/22/06	1.60	ADVISE ON SG ISDA (1.6).
TURMAN LII RE	02/23/06	3.10	DRAFT ISDA MEMO (1.5, 1.0); ADVISE ON DIP DOCUMENTS NEGOTIATE ISDA (0.6).
TURMAN LII RE	02/27/06	0.40	ADVISE ON PROPOSAL RE: MOBIL ANA (0.4).
TURMAN LII RE	02/28/06	1.80	ADVISE ON MOBIL ANA (0.3, 0.2); ADVISE ON INTERCOMPANY LOANS (1.3).
		8.10	

Total Associate 10.80

TOTAL TIME 20.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Financing (DIP and Emergence)**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/17/06	Copy Center, D	26.41
In-house Reproduction	02/21/06	Copy Center, D	2.09
In-house Reproduction	02/28/06	Copy Center, D	94.50
		TOTAL IN-HOUSE REPRODUCTION	\$123.00
Telephone Expense	02/24/06	Telecommunications, D	0.41
Telephone Expense	02/24/06	Telecommunications, D	0.59
		TOTAL TELEPHONE EXPENSE	\$1.00
		TOTAL MATTER	\$124.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Financing (DIP and Emergence)**

**Bill Date: 04/30/06
Bill Number: 1108601**

NAME	DATE	HOURS	DESCRIPTION
FRISHMAN LD	03/03/06	1.20	WEEKLY STATUS CALL (1.2).
FRISHMAN LD	03/09/06	0.20	MISCELLANEOUS EMAIL CORRESPONDENCE WITH T. MATZ RE: PENDING DIP-RELATED ITEMS (0.2).
FRISHMAN LD	03/10/06	2.10	PARTICIPATE IN WEEKLY UPDATE CALL (1.7); ATTENTION TO PROVISIONS OF DIP RE: ERISA LIENS (0.4).
FRISHMAN LD	03/13/06	0.60	CORRESPONDENCE WITH J. SHUHAR AND S. KEY RE: UPDATED FORECASTS AND IMPACT ON DIP COVENANTS (0.6).
FRISHMAN LD	03/14/06	0.50	REVIEW EXISTING FORECASTS AND CURRENT COMPLIANCE WITH DIP (0.5).
FRISHMAN LD	03/16/06	1.70	DISCUSS CONSEQUENCES OF ERISA LIENS UNDER DIP WITH K. MARAFIOTI AND REVIEW RELATED DIP PROVISIONS (1.4); CORRESPONDENCE WITH J. SHEEHAN RE: IMPACT OF PROPOSED EMPLOYEE ATTRITION PLANS ON DIP COMPLIANCE (0.3).
FRISHMAN LD	03/17/06	1.30	WEEKLY STATUS CALL (1.3).
FRISHMAN LD	03/21/06	2.10	REVIEW EMPLOYEE ATTRITION PLAN AND ANALYZE IMPACT UNDER DIP (2.1).
FRISHMAN LD	03/22/06	0.40	TELECONFERENCE'S WITH M. BAKER AND T. KRAUSE RE: IMPACT OF EMPLOYEE ATTRITION PLAN ON DIP (0.4).
FRISHMAN LD	03/24/06	1.70	WEEKLY LEGAL UPDATE CALL (1.5); CORRESPONDENCE WITH T. KRAUSE AND M. BAKER RE: POTENTIAL DIP WAIVER REQUEST (0.2).
FRISHMAN LD	03/30/06	0.70	REVIEW AND GIVE COMMENTS ON DRAFT SECOND AMENDMENT TO DIP (0.7).
		12.50	
Total Partner		12.50	
TOTAL TIME		<u>12.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Financing (DIP and Emergence)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	1,063.58
In-house Reproduction	03/07/06	Copy Center, D	1.60
In-house Reproduction	03/24/06	Copy Center, D	65.82
		TOTAL IN-HOUSE REPRODUCTION	\$1,131.00
Telephone Expense	03/31/06	Telecommunications, D	0.48
Telephone Expense	03/31/06	Telecommunications, D	0.52
		TOTAL TELEPHONE EXPENSE	\$1.00
		TOTAL MATTER	\$1,132.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/03/06	0.30	REVIEW FINANCING MATTERS WITH J. SHEEHAN AT COMPANY IN TROY (0.3).
BUTLER, JR. J	04/06/06	0.60	EMAILS FROM/TO D. BERNSTEIN AND A. TENZOR RE POSSIBLE DIP AMENDMENT AND ALTERNATIVES (0.6).
BUTLER, JR. J	04/10/06	0.40	REVIEW FINANCING MATTERS WITH J. SHEEHAN AT COMPANY IN TROY (0.2); REVIEW LENDER PRESENTATIONS (0.2).
		1.30	
FRISHMAN LD	04/03/06	1.40	WEEKLY STATUS CALL (0.9); REVIEW REVISE DRAFT OF AMENDMENT AND CORRESPONDENCE WITH M. BAKER RE: THE SAME (0.5).
FRISHMAN LD	04/04/06	0.20	TELECONFERENCE WITH TOGUT RE: BOFA AIRCRAFT LEASE STIPULATION (0.2).
FRISHMAN LD	04/06/06	0.40	CORRESPONDENCE WITH R. MEISLER AND R. TURMAN RE: BANKS' REQUEST FOR APPROVAL OF DIP AMENDMENT (0.4).
FRISHMAN LD	04/19/06	0.30	DIP-RELATED ADVICE RE: DELPHI TRANSACTION WITH MOBILE ASIA (0.3).
FRISHMAN LD	04/28/06	0.60	PARTICIPATE IN WEEKLY STATUS CALL (0.6).
		2.90	
Total Partner		4.20	
TOTAL TIME		<u>4.20</u>	

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-31
REORGANIZATION PLAN / PLAN SPONSORS
65.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Reorganization Plan / Plan Sponsors

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
DIAZ LB	05/01/06	4.10	BEGAN RESEARCHING AND DRAFTING EXCLUSIVITY MOTION (4.1).
DIAZ LB	05/03/06	6.80	CONTINUED TO RESEARCH AND DRAFT EXCLUSIVITY MOTION (6.8).
DIAZ LB	05/04/06	1.80	CONTINUED TO DRAFT EXCLUSIVITY MOTION (1.8).
DIAZ LB	05/05/06	0.80	CONTINUED TO DRAFT EXCLUSIVITY MOTION (0.8).
DIAZ LB	05/08/06	2.90	CONTINUED TO DRAFT EXCLUSIVITY MOTION (2.9).
DIAZ LB	05/10/06	7.90	RESEARCH RE: EXCLUSIVITY (7.9).
DIAZ LB	05/11/06	7.10	CONTINUED TO RESEARCH AND DRAFT EXCLUSIVITY MOTION AND ORDER (7.1).
DIAZ LB	05/12/06	4.20	CONTINUED TO DRAFT EXCLUSIVITY MOTION (4.2).
DIAZ LB	05/15/06	5.10	CONTINUED TO DRAFT EXCLUSIVITY MOTION (5.1).
DIAZ LB	05/16/06	3.00	CONTINUED TO DRAFT EXCLUSIVITY MOTION (3.0).
DIAZ LB	05/18/06	6.30	CONTINUED TO DRAFT EXCLUSIVITY MOTION (6.3).
DIAZ LB	05/20/06	1.00	CONTINUED TO EDIT EXCLUSIVITY MOTION (1.0).
DIAZ LB	05/21/06	5.30	CONTINUED TO EDIT THE EXCLUSIVITY MOTION (5.3).
DIAZ LB	05/23/06	1.70	REVISED EXCLUSIVITY MOTION (1.7).
		58.00	
HERRIOTT AV	05/11/06	0.90	ASSIST IN DRAFTING OF SECOND MOTION TO EXTEND EXCLUSIVE PERIODS FOR FILING PLAN OF REORGANIZATION (0.9).
HERRIOTT AV	05/12/06	2.20	REVIEW AND COMMENT ON PLEADINGS REQUESTING EXTENSION OF EXCLUSIVITY PERIODS (2.2).
HERRIOTT AV	05/19/06	0.50	REVIEW AND PROVIDE COMMENTS ON EXCLUSIVITY PLEADINGS (0.5).
		3.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/18/06	1.50	REVIEW AND REVISE EXCLUSIVITY MOTION (1.5) .
MEISLER RE	05/19/06	1.20	CONTINUED TO REVIEW AND EDIT EXCLUSIVITY MOTION (1.2) .
MEISLER RE	05/22/06	1.50	CONTINUED TO REVIEW AND EDIT EXCLUSIVITY MOTION (1.5) .

4.20

Total Associate 65.80

DEMMA J	05/10/06	1.10	PREPARE PRECEDENT RE: EXCLUSIVITY (1.1)
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1.10

Total Legal Assistant

1.10

TOTAL TIME

66.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Reorganization Plan / Plan Sponsors**

**Bill Date: 06/30/06
Bill Number: 1112661**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	05/03/06	Curran C	231.94
Lexis/Nexis	05/11/06	Silverman D	303.00
Lexis/Nexis	05/15/06	Silverman D	80.06
		TOTAL LEXIS/NEXIS	\$615.00
		TOTAL MATTER	\$615.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
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EXHIBIT D-32
ASSET DISPOSITIONS (REAL PROPERTY)
24.1 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Assets Dispositions (Real Property)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	02/01/06	0.40	REVIEW STATUS OF CURRENT OR PROPOSED REAL ESTATE SALE TRANSACTIONS (0.4).
WEXLER MP	02/08/06	3.20	REVIEW ISSUES IN CONNECTION WITH TRANSFER OF NEW BRUNSWICK, NEW JERSEY TO JOHNSON CONTROLS OR OTHERWISE (0.6); REVIEW CLIENT CORRESPONDENCE RE: SAME (0.4); REVIEW UNDERLYING DOCUMENTATION REQUIRED FOR DONATION OF PROPERTIES (0.6); PARTICIPATE IN STRATEGY SESSION RE: TRANSFER OF NEW BRUNSWICK, ANAHEIM AND OLATHE PROPERTIES (1.2); REVIEW AND RESPOND TO CLIENT EMAILS RE: NEW BRUNSWICK, ANAHEIM AND OLATHE (0.4).
WEXLER MP	02/09/06	0.30	REVIEW CORRESPONDENCE FROM CLIENT RE: TERMINATION OF OPUS WEST PURCHASE AGREEMENT AND CONSIDER STRATEGY FOR SAME (0.3).
WEXLER MP	02/10/06	1.80	REVIEW AND COMMENT ON LETTERS AND ISSUES IN CONNECTION WITH TERMINATION OF ANAHEIM AND OLATHE CONTRACT (0.3); PREPARE FOR (0.4) AND PARTICIPATE IN TELECONFERENCE WITH M. HESTER AND K. JONES RE: PROCEDURE FOR TRANSFER OF NEW BRUNSWICK PROPERTY, AND OLATHE AND ANAHEIM (0.6); REVIEW AND COMMENT ON DRAFT OF SUMMARY OF OPUS WEST TRANSACTION AND ISSUES IN CONNECTION THEREWITH (0.5).
WEXLER MP	02/13/06	0.30	REVIEW AND COMMENT ON REVISIONS TO OPUS WEST TRANSACTION SUMMARY (0.3).
WEXLER MP	02/14/06	0.50	CORRESPONDENCE AND TELECONFERENCE WITH J. BEAUDOEN RE: TERMINATION OF ANAHEIM/OLATHE AGREEMENT (0.2) AND FOLLOW UP ON SAME (0.3).
WEXLER MP	02/24/06	0.40	REVIEW ISSUES SURROUNDING TERMINATION OF OPUS WEST CONTRACT FOR ANAHEIM AND OLATHE (0.4).
WEXLER MP	02/25/06	0.40	REVIEW AND REVISE SLIDE FOR CREDITORS PRESENTATION RE: TERMINATION OF OPUS WEST CONTRACT TO PURCHASE ANAHEIM AND OLATHE (0.4).
		7.30	
Total Partner		7.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DANZ CE	02/01/06	0.40	ATTENTION TO THE OPUS WEST LAND TRANSACTION (0.4) .
DANZ CE	02/08/06	0.40	CONTINUED ATTENTION TO THE OPUS WEST TRANSACTION AND FOLLOWUP COMMUNICATION TO C. COMERFORD (0.4) .
DANZ CE	02/09/06	1.90	REVIEW AND RESPOND TO COMMUNICATION FROM J. VEISEL-VOISINE (TITLE COMPANY) RE: THE DE MINIMIS ASSET SALE ORDER AND DELPHI'S ABILITY TO SELL PROPERTY (BURTON, MI) AND RELATED FOLLOWUP AND REVIEW OF THE DOCKET (1.2), ATTENTION TO THE OPUS WEST PURCHASE AGREEMENT TERMINATION ISSUE (0.7) .
DANZ CE	02/10/06	2.40	REVIEWED COMMUNICATION AND RESPONDED TO J. MEISEL-VOISINE RE: THE BURTON PROPERTY SALE (0.4); REVIEW OF OPUS WEST TERMINATION OPTION AND DELPHI CONTRACT OBLIGATIONS (0.8); DISCUSSIONS WITH J. BEAUDOEN AND J. JAFFURS RE: OPUS WEST TRANSACTION (0.4); DRAFTED SUMMARY OF ISSUE FOR DISTRIBUTION TO COMMITTEE (0.8) .
DANZ CE	02/13/06	1.80	STRATEGY DISCUSSIONS RE: THE OPUS WEST TRANSACTION (0.8); REVIEWED LAND DONATION ISSUE AND POTENTIAL APPLICABLE ORDERS (0.7); REVIEW OF LAND DONATION VALUATION DOCUMENTS (0.3) .
DANZ CE	02/15/06	0.30	FOLLOW UP ON OPUS WEST TERMINATION (0.3) .
DANZ CE	02/25/06	0.70	FINALIZED THE OPUS WEST SLIDE AND PREPARED FOR INSERTION INTO PRESENTATION (0.7) .
DANZ CE	02/27/06	1.90	TRACKED DOWN MATERIALS AND RESPONDED TO C. COMERFORD REQUEST RE: PRESENTATION (0.7); FIELDDED QUESTIONS RE: OVERALL ASSET DISPOSITIONS (0.4); REVIEW OF THE ASSET SALES ORDER AND PROCESS USED IN FOLEY AND BURTON RELATING TO LAND DONATION ISSUES (0.8) .
		9.80	
Total Associate		9.80	
TOTAL TIME		<u>17.10</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Assets Dispositions (Real Property)

Bill Date: 03/31/06
Bill Number: 1108452

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	02/07/06	Kahn MT	1,663.02
Lexis/Nexis	02/08/06	Kahn MT	700.98
		TOTAL LEXIS/NEXIS	\$2,364.00
Westlaw	02/07/06	Ramlo K	121.82
Westlaw	02/08/06	Kahn MT	528.18
		TOTAL WESTLAW	\$650.00
		TOTAL MATTER	\$3,014.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Assets Dispositions (Real Property)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	04/13/06	0.30	CONSIDER ISSUES IN CONNECTION WITH EXERCISE OF PUT AT NEW BRUNSWICK PLANT (0.3).
WEXLER MP	04/19/06	0.30	TELECONFERENCE WITH R. SIMON, ATTORNEY FOR PROSPECTIVE BUYER OF WISCONSIN PROPERTY AND FOLLOW UP ON REQUEST (0.3).
WEXLER MP	04/25/06	0.40	TELECONFERENCE WITH PROSPECTIVE BUYER FOR PROPERTIES (0.4).
		1.00	
Total Partner		1.00	
TOTAL TIME		<u>1.00</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Assets Dispositions (Real Property)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	05/30/06	0.70	REVIEW ISSUES IN CONNECTION WITH DONATION OF FLINT WEST PROPERTY AND MATERIALS PREPARED BY CLIENT IN CONNECTION THEREWITH (0.7).
WEXLER MP	05/31/06	0.80	REVIEW ISSUES RELATING TO DONATION OF FLINT WEST PROPERTY AND CONSIDER STRATEGY THEREFOR (0.6); FOLLOW UP WITH K. BERLIN RE: ENVIRONMENTAL ISSUES AT SITE (0.2).
		1.50	
Total Partner		1.50	
DANZ CE	05/22/06	0.50	REVIEW OF THE JCI AGREEMENT AND MOTION (0.5).
DANZ CE	05/24/06	3.20	ASSISTANCE WITH FILING OF THE REAL ESTATE PORTION OF THE JCI MOTION, ORDER AND AGREEMENT AND ATTENTION TO SERVICE PARTIES (2.7), COMMUNICATIONS WITH D. BICKNELL (0.5).
DANZ CE	05/26/06	0.80	ATTENTION TO JCI MOTION FILING (0.8).
		4.50	
Total Associate		4.50	
TOTAL TIME		<u>6.00</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Assets Dispositions (Real Property)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	11.59
In-house Reproduction	05/09/06	Copy Center, D	27.41
TOTAL IN-HOUSE REPRODUCTION			\$39.00
TOTAL MATTER			\$39.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
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EXHIBIT D-33
CUSTOMER MATTERS (GENERAL)
17.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (General)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MEISLER RE	02/10/06	0.90	REVIEWED AND REVISED CUSTOMER CORRESPONDENCE FOR K. CRAFT (0.9) .
MEISLER RE	02/22/06	0.30	TELECONFERENCE WITH K. CRAFT RE: CUSTOMER MATTERS (0.3) .
MEISLER RE	02/23/06	1.10	TELECONFERENCE WITH K. CRAFT RE: CUSTOMER MATTERS (0.4); REVIEWED AND REVISED CUSTOMER LETTER (0.7) .
		2.30	
Total Associate		2.30	
TOTAL TIME		<u>2.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (General)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
HIESTAND NL	03/09/06	1.80	FINALIZE REVIEW OF PAPERS (1.8).
		1.80	
Total Partner		1.80	
MEISLER RE	03/01/06	0.30	REVIEW CORRESPONDENCE FROM EUROPEAN OEM (0.3).
MEISLER RE	03/05/06	0.30	CONFERENCE WITH R. REESE RE: CUSTOMER MATTERS (0.3).
MEISLER RE	03/22/06	0.10	TELECONFERENCE WITH G. BERTOLINI RE: WARRANTY CLAIMS (0.1).
MEISLER RE	03/23/06	0.30	ATTENTION TO INQUIRIES RE: CUSTOMER MATTERS (0.3).
MEISLER RE	03/28/06	1.00	CONFERENCE WITH D. PARSHALL AND G. BERTOLINI RE: CUSTOMER WARRANTY DISPUTE (0.5); FOLLOW UP WORK RE: SAME (0.5).
		2.00	

REESE RG	03/07/06	0.40	TELECONFERENCE WITH M. KEITEL RE: EUROPEAN CUSTOMER CONCERNS (0.4).
REESE RG	03/28/06	0.70	REVIEW AND REVISE COMMUNICATIONS MATERIALS TO CUSTOMER (0.7).
REESE RG	03/30/06	0.80	REVIEW OF ISSUES RE: MOBILEARIA CUSTOMER CONTRACTS (0.8).
		1.90	

Total Associate 3.90

TOTAL TIME 5.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (General)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
Outside Research/Internet Services	03/31/06	Global Securities	70.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$70.00
		TOTAL MATTER	\$70.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (General)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
HERRIOTT AV	04/01/06	4.60	DRAFT PRESENTATION ON DELPHI TRANSFORMATION PLAN AND MARCH 31 FILINGS AND ANNOUNCEMENTS FOR KEY CUSTOMER (4.6).
HERRIOTT AV	04/02/06	0.90	REVISE DELPHI TRANSFORMATION PRESENTATION FOR CUSTOMER (0.9).
HERRIOTT AV	04/11/06	0.10	REVIEW PRESENTATION WITH CUSTOMER (0.1).
HERRIOTT AV	04/13/06	0.20	REVIEW PRESENTATION TO CUSTOMER (0.2).
		5.80	
MEISLER RE	04/04/06	0.40	ATTENTION TO CUSTOMER WARRANTY MATTERS (0.4).
MEISLER RE	04/05/06	1.00	REVIEW AND REVISE CORRESPONDENCE TO CUSTOMER RE: SETOFF AND WARRANTY REQUEST (1.0).
MEISLER RE	04/12/06	3.60	REVIEW DOCUMENTS RE: CUSTOMER WARRANTY DISPUTE (2.1); CONFERENCE WITH G. BERTOLINI RE: SAME (1.5).
MEISLER RE	04/13/06	0.90	CONTINUE ATTENTION TO CUSTOMER WARRANTY DISPUTE (0.5); DRAFT CORRESPONDENCE TO J. PAPELIAN RE: AUTHORITY UNDER CUSTOMER PROGRAMS: MOTION (0.4).
		5.90	
Total Associate		11.70	
TOTAL TIME		<u>11.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Customer Matters (General)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	04/12/06	Meisler RE	13.00
		TOTAL OUT-OF-TOWN TRAVEL	\$13.00
Out-of-Town Meals	04/12/06	Meisler RE	4.00
		TOTAL OUT-OF-TOWN MEALS	\$4.00
		TOTAL MATTER	\$17.00

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-34
REGULATORY AND SEC MATTERS
10.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Regulatory and SEC Matters

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/17/06	0.60	REVIEW SAFE HARBOR WAIVER LETTER (0.3); EMAIL FROM J. PAPELIAN RE SAME (0.1); REVIEW MEMORANDUM RE APRIL 11TH UPDATE MEETING WITH UCC PROFESSIONALS (0.2).
BUTLER, JR. J	04/18/06	3.10	CONTINUE TO WORK ON SETTLEMENT MATTERS INCLUDING REVIEW OF SETTLEMENT MATERIALS (1.2); TELECONFERENCES WITH COMPANY AND WILMERHALE RE: SAME (1.9).
BUTLER, JR. J	04/19/06	0.80	REVIEW AND COMMENT ON DRAFT CONSENT AND RELATED DOCUMENTS RE POTENTIAL SETTLEMENT (0.8).
BUTLER, JR. J	04/20/06	0.40	CONTINUE TO WORK ON SETTLEMENT MATTERS INCLUDING EMAILS FROM/TO COMPANY AND C. DAVIDOW RE: SAME (0.4).
BUTLER, JR. J	04/21/06	0.70	REVIEW SETTLEMENT MATERIALS FROM WILMERHALE (0.4); EMAILS FROM/TO COMPANY AND C. DAVIDOW RE SAME (0.3).
BUTLER, JR. J	04/25/06	0.40	REVIEW SETTLEMENT MATERIALS FORM E. WILSON (0.3); CONFERENCE WITH D. SHERBIN RE: TIMETABLE AND RELATED MATTERS (0.1).
BUTLER, JR. J	04/26/06	0.90	REVIEW FINAL DRAFTS OF SETTLEMENT PAPERS FROM C. DAVIDOW (0.6); EMAILS FROM/TO COMPANY AND C. DAVIDOW RE SAME (0.3).
		6.90	
MARAFIOTI KA	04/03/06	0.30	REVIEW LETTER FROM UROFSKY TO J. PATRICK (0.2); CORRESPONDENCE RE: SEC INQUIRY (0.1).
MARAFIOTI KA	04/11/06	3.30	MEETING WITH D. SHERBIN, J. PAPELIAN, D. WILSON, B. ROSENBERG, M. SEIDER, D. BRODSKY RE: SEC AND DEPARTMENT OF JUSTICE MATTERS (3.0); FOLLOWUP ON ISSUES WITH SHERBIN, PAPELIAN, AND WILSON (0.3).
		3.60	
Total Partner		10.50	
TOTAL TIME		<u>10.50</u>	

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-35
FINANCING (GLOBAL SUBSIDIARIES)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Financing (Global Subsidiaries)**

**Bill Date: 04/30/06
Bill Number: 1108601**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	45.88
Messengers/ Courier	03/09/06	Dist Serv/Mail/Page, D	48.12
		TOTAL MESSENGERS/ COURIER	\$94.00
		TOTAL MATTER	\$94.00

Hearing Date and Time: October 19, 2006 at 10:00 a.m.
Objection Deadline: October 12, 2006 at 4:00 p.m.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

NOTICE OF SECOND INTERIM APPLICATION OF SKADDEN, ARPS, SLATE,
MEAGHER & FLOM LLP, COUNSEL TO THE DEBTORS-IN-POSSESSION,
SEEKING ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. §§ 330 AND 331

PLEASE TAKE NOTICE that on July 31, 2006, Skadden, Arps, Slate, Meagher & Flom LLP filed the Second Interim Fee Application Of Skadden, Arps, Slate, Meagher & Flom LLP, Counsel To The Debtors-In-Possession, Seeking Allowance And Payment Of Interim Compensation And Reimbursement Of Expenses Under 11 U.S.C. §§ 330 And 331 (the "Application") in accordance with that certain Order Under 11 U.S.C. § 331 Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals dated November 4, 2005 (as amended from time to time, the "Interim Compensation Order"), seeking an Order awarding interim compensation for professional services provided to the Debtors in the amount of \$11,310,231, together with reimbursement for actual and necessary expenses incurred in the amount of \$825,854, during the period from February 1, 2006 through May 31, 2006, inclusive (the "Application Period").

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Application will be held on October 19, 2006, at 10:00 a.m. (Prevailing Eastern Time) (the "Fee Application Hearing") before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to the Application must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Seventh Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered by this Court on May 19, 2006 (the "Seventh Supplemental Case Management Order") (Docket No. 3824), (c) be filed with the Bankruptcy

Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: David M. Sherbin and John D. Sheehan), (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman), (iv) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Donald Bernstein and Brian Resnick), (v) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vi) counsel for the Official Committee of Equity Security Holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Att'n: Bonnie Steingart), (vii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), (viii) Valerie Venable, GE Plastics, Americas, 9930 Kincey Avenue, Huntersville, NC 28078, and (ix) Legal Cost Control, Inc., 255 Kings Highway East, Haddonfield, NJ 08033 (Att'n: John J. Marquess) in each case so as to be **received** no later than **4:00 p.m. (Prevailing Eastern Time) on October 12, 2006** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those responses or objections made as set forth herein and in accordance with the Seventh Supplemental Case Management Order will be considered by the Bankruptcy Court at the Fee Application Hearing. If no responses or objections to the Application are timely filed and served in accordance with the procedures set forth herein and in the Seventh Supplemental Case Management Order, the Bankruptcy Court may enter an order granting the Application without further notice.

Dated: New York, New York
July 31, 2006

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

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